

Berry Petroleum Company

Brundage Canyon Field

4000 South 4028 West

Route 2 Box 7735

Roosevelt, UT 84066

Ph. (435) 722-1325

Fax: (435) 722-1321

www.bry.com

December 11, 2006

State Of Utah
Division of Oil, Gas & Mining
1594 W. North Temple,
Suite 1210 Box 145801
Salt Lake City, Utah 84114-5801

Re: Applications for Permit to Drill

Attached please find one (1) original copy of an *Application for Permit to Drill* on the following location:

UTE TRIBAL 16-14D-54

If you have any questions regarding this "APD" please call me at (435) 722-1325 or (435) 823-1808.

Thank you,

Shelley E. Crozier
Regulatory & Permitting Assistant
sec@bry.com

cc: Bureau of Indian Affairs
Ute Indian Tribe
Bureau of Land Management

RECEIVED

DEC 18 2006

DIV. OF OIL, GAS & MINING

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 3

AMENDED REPORT ☐
(highlight changes)

APPLICATION FOR PERMIT TO DRILL

1A. TYPE OF WORK: DRILL <input checked="" type="checkbox"/> REENTER <input type="checkbox"/> DEEPEN <input type="checkbox"/>		5. MINERAL LEASE NO: 14-20-H62-5033	6. SURFACE: INDIAN
B. TYPE OF WELL: OIL <input checked="" type="checkbox"/> GAS <input type="checkbox"/> OTHER _____ SINGLE ZONE <input checked="" type="checkbox"/> MULTIPLE ZONE <input type="checkbox"/>		7. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE	
2. NAME OF OPERATOR: BERRY PETROLEUM COMPANY		8. UNIT or CA AGREEMENT NAME: N/A	
3. ADDRESS OF OPERATOR: RT. 2 BOX 7735 CITY ROOSEVELT STATE UTAH ZIP 84066		PHONE NUMBER: (435)722-1325	9. WELL NAME and NUMBER: UTE TRIBAL 16-14D-54
4. LOCATION OF WELL (FOOTAGES) AT SURFACE: 560243x 4432410y 40.041666 - 110.293833 849' FSL, 223' FEL AT PROPOSED PRODUCING ZONE: 560075x 4432337y 40.041018 - 110.295812 613' FSL, 778' FEL		10. FIELD AND POOL, OR WILDCAT: BRUNDAGE CANYON 11. QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: (SE/SE) SEC. 14, T.5S., R.4W. U.S.B.&M.	
14. DISTANCE IN MILES AND DIRECTION FROM NEAREST TOWN OR POST OFFICE: 20.4 MILES FROM MYTON, UTAH		12. COUNTY: DUCHESNE	13. STATE: UTAH
15. DISTANCE TO NEAREST PROPERTY OR LEASE LINE (FEET) 223'	16. NUMBER OF ACRES IN LEASE: 640	17. NUMBER OF ACRES ASSIGNED TO THIS WELL: 40	
18. DISTANCE TO NEAREST WELL (DRILLING, COMPLETED, OR APPLIED FOR) ON THIS LEASE (FEET) 3000'	19. PROPOSED DEPTH: 6150'	20. BOND DESCRIPTION: RLB0005651	
21. ELEVATIONS (SHOW WHETHER DF, RT, GR, ETC.): 6272' GR	22. APPROXIMATE DATE WORK WILL START: REFER TO BPC SOP PLAN	23. ESTIMATED DURATION: REFER TO BPC SOP PLAN	

24. PROPOSED CASING AND CEMENTING PROGRAM

SIZE OF HOLE	CASING SIZE, GRADE, AND WEIGHT PER FOOT	SETTING DEPTH	CEMENT TYPE, QUANTITY, YIELD, AND SLURRY WEIGHT
REFER TO BERRY PETROLEUM COMPANY SOP'S DRILLING PROGRAM/CASING DESIGN			

25. ATTACHMENTS

VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES:

<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER	<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN (BPC SOP ON FILE WITH STATE)
<input checked="" type="checkbox"/> EVIDENCE OF DIVISION OF WATER RIGHTS APPROVAL FOR USE OF WATER	<input type="checkbox"/> FORM 5, IF OPERATOR IS PERSON OR COMPANY OTHER THAN THE LEASE OWNER

NAME (PLEASE PRINT) SHELLEY E. CROZIER TITLE REGULATORY & PERMITTING ASSISTANT
SIGNATURE Shelley E. Crozier DATE 12/08/06

(This space for State use only)

API NUMBER ASSIGNED: 43-013-33466

(11/2001)

Federal Approval of this
Action is Necessary

(See Instructions to Licensee Side)

By: [Signature]

Approved by the
Utah Division of
Oil, Gas and Mining

RECEIVED

DEC 18 2006

DIV. OF OIL, GAS & MINING

T5S, R4W, U.S.B.&M.

BERRY PETROLEUM COMPANY

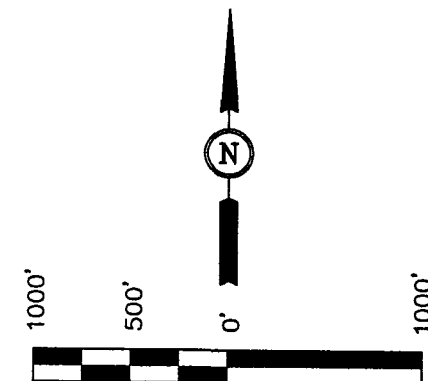
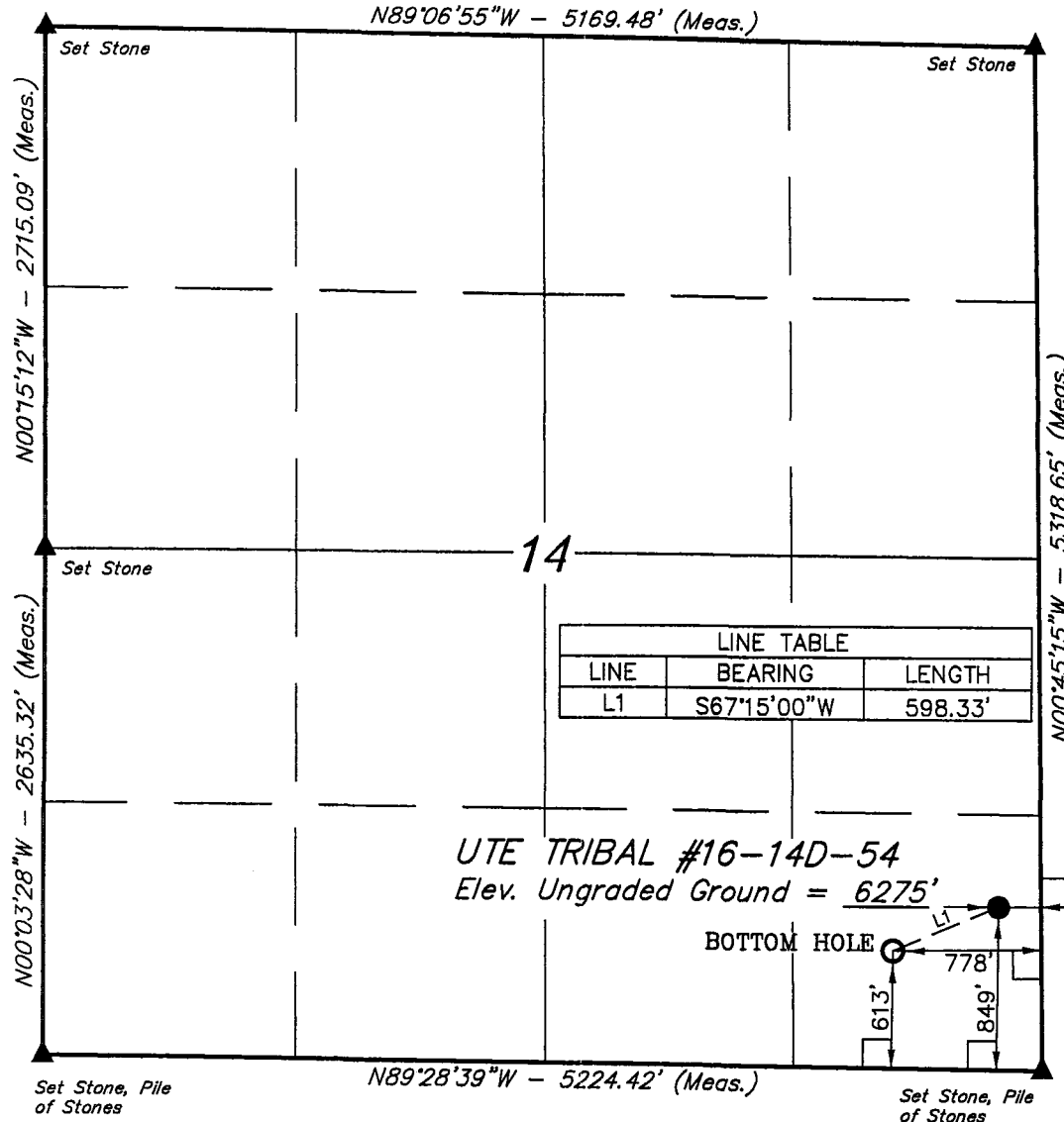
Well location, UTE TRIBAL #16-14D-54, located as shown in the SE 1/4 SE 1/4 of Section 14, T5S, R4W, U.S.B.&M. Duchesne County, Utah.

BASIS OF ELEVATION

BENCH MARK (M67) LOCATED IN THE SW 1/4 OF SECTION 9, T5S, R4W, U.S.B.&M. TAKEN FROM THE DUCHESNE SE QUADRANGLE, UTAH, DUCHESNE COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED ON CAP AS BEING 6097 FEET.

BASIS OF BEARINGS

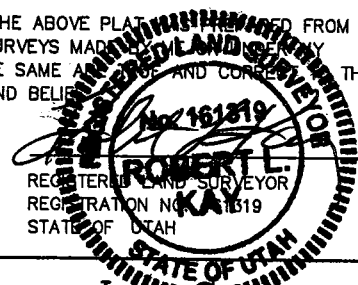
BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



SCALE

CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.



Revised: 12-01-06 D.R.B.

Revised: 09-26-06 D.R.B.

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST - VERNAL, UTAH 84078
(435) 789-1017

LEGEND:

└─┘ = 90° SYMBOL

● = PROPOSED WELL HEAD.

▲ = SECTION CORNERS LOCATED.

(NAD 83)

LATITUDE = 40°02'29.26" (40.041461)

LONGITUDE = 110°17'40.52" (110.294589)

(NAD 27)

LATITUDE = 40°02'29.40" (40.041500)

LONGITUDE = 110°17'37.97" (110.293881)

SCALE 1" = 1000'	DATE SURVEYED: 12-13-06	DATE DRAWN: 01-25-06
PARTY A.F. L.G. D.R.B.	REFERENCES G.L.O. PLAT	
WEATHER COLD	FILE BERRY PETROLEUM COMPANY	

SELF-CERTIFICATION STATEMENT

The following self -certification statement is provided per federal requirements dated June 15, 1988.

Please be advised that Berry Petroleum Company is considered to be the operator of the following well.

Ute Tribal 16-14D-54

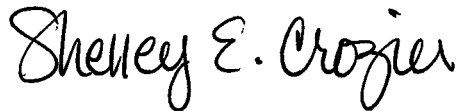
SE 1/4, SE 1/4, 849' FSL 223' FEL, Section 14, T. 5 S., R. 4 W., U.S.B.& M.

BHL: SE 1/4, SE 1/4, 613' FSL 778' FEL

Lease BIA 14-20-H62-5033

Duchesne, County, Utah

Berry Petroleum Company is responsible under the terms of the lease for the operations conducted upon the lease lands.



Shelley E. Crozier
Regulatory & Permitting Assistant
Berry Petroleum Company
4000 South 4028 West
Route 2, Box 7735
Roosevelt, Utah 84066
435-722-1325

BERRY PETROLEUM COMPANY
Ute Tribal 16-14D-54
Surface location SE 1/4, SE 1/4, 849' FSL 223' FEL, Section 14, T. 5 S., R. 4 W., U.S.B. & M.
BHL: SE 1/4, SE 1/4, 613' FSL 778' FEL
Duchesne County, Utah

ONSHORE ORDER NO. 1

DRILLING PROGRAM

1,2 Estimated Tops of Geological Markers and Formations Expected to Contain Water, Oil and Gas and Other Minerals

<u>Formation</u>	<u>Depth@BHL</u>	<u>Depth@SHL</u>
Uinta	On Surface	On Surface
Green River	1,373	1,382
Green River Upper Marker	1,939	1,972
Mahogany	2,633	2,640
Tgr3 Marker	3,696	3,705
Douglas Creek	4,456	4,462
Black Shale	5,109	5,120
Castle Peak	5,357	5,370
Uteland Butte Ls.	5,843	5,850
Wasatch	6,049	6,050
TD	6,150	6,150
Base of Moderately Saline Water (less than 10,000 ppm)	23	25

*PROSPECTIVE PAY

Berry is locating the well at the surface location and directionally drilling from this location to minimize surface disturbance and Berry will be able to utilize the existing road and pipelines in the area.

Furthermore, Berry hereby certifies that it is the sole working interest owner with 460 feet of the entire directional well bore and the remainder of the Ute Tribal section.

3 Pressure Control Equipment

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

4 Proposed Casing and Cementing Program

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

Berry Petroleum Company
Drilling Program
Ute Tribal 16-14D-54
Duchesne County, Utah
Page Two

5 Drilling Fluids Program

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING
PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

6 Evaluation Program

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING
PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

7 Abnormal Conditions

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING
PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

8 Anticipated Starting Dates and Notification of Operations

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING
PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

9 Other information

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING
PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

BERRY PETROLEUM COMPANY
Ute Tribal 16-14D-54
Surface location SE 1/4, SE 1/4, 849' FSL 223' FEL, Section 14, T. 5 S., R. 4 W., U.S.B. & M.
BHL: SE 1/4, SE 1/4, 613' FSL 778' FEL
Duchesne County, Utah

ONSHORE ORDER NO. 1

MULTI POINT SURFACE USE & OPERATIONS PLAN

1 Existing Roads

To reach the Berry Petroleum Company well, Ute Tribal 16-14D-54 location, in Section 14-T5S-R4W:

Start in Myton, Utah. Proceed west on US Highway 40, 8.6 miles to the Antelope Creek/Sowers Canyon Road at the Bridgeland turnoff. Turn south and proceed southwest 6.5 miles to the Antelope Canyon Road. Turn south on the Antelope Canyon Road and proceed 3.4 miles. Turn west and proceed 1.7 miles to the Ute Tribal 16-14D-54 access road. Turn northwest and proceed 0.2 +/- miles to the Ute Tribal 16-14D-54 location. See Topo A&B.

The existing oilfield service road may need some surface material to prevent or repair holes in the road due to heavy truck traffic during the drilling and completion operation. If repairs are made the operator will secure material from private sources.

Please see the attached map for additional details.

2 Planned Access Road

See Topographic Map "B" for the location of the proposed access road.

3 Location of Existing Wells

See Topographic Map "C" for the location of existing wells within a 1 mile radius.

4 Location of Tank Batteries, Production Facilities and Production Gathering and Service Lines

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

5 Location and Type of Water Supply

Water for the drilling and completion will be pumped or trucked from the Berry source wells located in Sec. 23, T5S, R5W or Sec. 24, T5S, R5W, permit # 43-11041, or from Duchesne City Culinary Water Dock located in Sec. 1, T4S, R5W or from East Duchesne Water, Arcadia Feedlot, Sec. 28, T3S, R3W or Myton (Moon) Pit, SE/NE Sec. 27, T3S, R2W or from Petroglyph Operating Company 08-04 Waterplant, Sec. 8, T5S, R3W or from Kenneth V. & Barbara U. Richens source well located in Sec. 34, T3S, R2W, permit # 43-1723 or Brundage Canyon Field produced water or Leo Foy source well located in Sec. 34, T5S, R5W, permit # 43-11324. A water use agreement is also in place with the Ute Tribe.

6 Source of Construction Materials

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

7 Methods of Handling Waste Materials

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

8 Ancillary Facilities

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

9 Wellsite Layout

The attached Location Layout diagram describes drill pad cross-sections, cuts and fills, and locations of the mud tanks, reserve pit, pipe racks, trailer parking, spoil dirt stockpile(s) and surface material stockpile(s)

10 Plans for Restoration of the Surface

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006). If an Archaeological Study is preformed, all seed mixture will match Archaeological recommendation.

11 Surface Ownership

Ute Indian Tribe

12 Other information

PLEASE REFER TO BERRY PETROLEUM COMPANY STANDARD OPERATING PROCEDURE (SOP VERSION: SEPTEMBER 21, 2006).

13 Operator's Representative and Certification

A) Representative
NAME: Shelley E. Crozier
ADDRESS: Berry Petroleum Company
4000 South 4028 West
Route 2, Box 7735
Roosevelt, Utah 84066
PHONE: 435-722-1325
CELLULAR: 435-823-1808

All lease and/or unit operations will be conducted in such a manner that full compliance is made with all applicable laws, regulations and onshore oil and gas orders. The operator is fully responsible for the actions of its subcontractors. A copy of these conditions will be furnished to the field representative to ensure compliance.

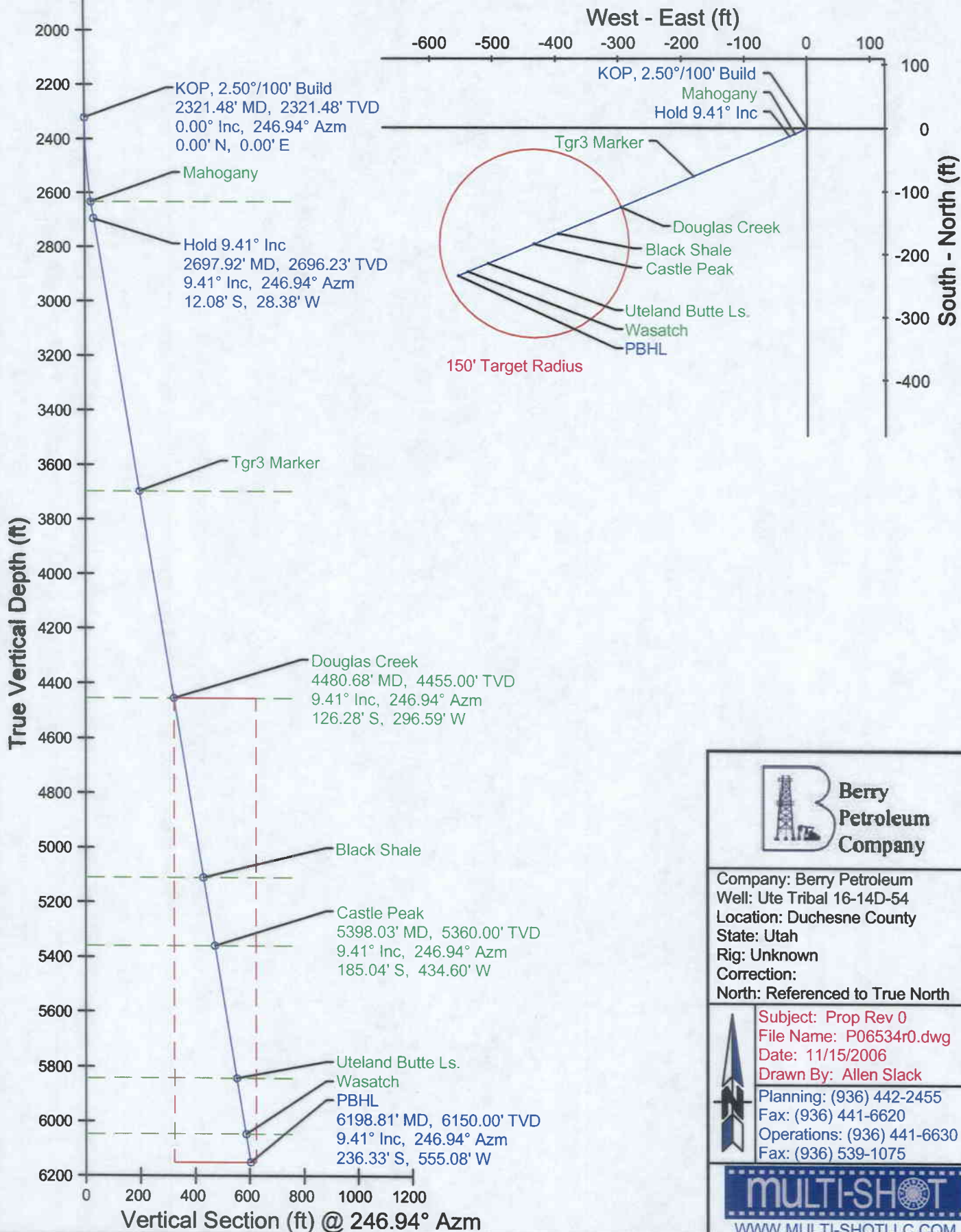
The drilling permit will be valid for a period of one year from the date of approval. After permit termination, a new application will be filed for approval for any future operations.

B) Certification:

I hereby certify that I, or persons under my direct supervision, have inspected the proposed drillsite and access route; that I am familiar with the conditions which presently exist; that the statements made in this plan are, to the best of my knowledge and belief, true and correct; and that the work associated with the operations proposed herein will be performed by Berry Petroleum Company and its contractors and subcontractors in conformity with this plan and the terms and conditions under which it is approved. This statement is subject to the provisions of 18 U.S.C. 1001 for the filing of a false statement.

December 8, 2006
DATE

Shelley E. Crozier
Shelley E. Crozier
Regulatory & Permitting Assistant
Berry Petroleum Company



Company: Berry Petroleum
 Well: Ute Tribal 16-14D-54
 Location: Duchesne County
 State: Utah
 Rig: Unknown
 Correction:
 North: Referenced to True North

Subject: Prop Rev 0
File Name: P06534r0.dwg
Date: 11/15/2006
Drawn By: Allen Slack
 Planning: (936) 442-2455
 Fax: (936) 441-6620
 Operations: (936) 441-6630
 Fax: (936) 539-1075



The customer should only rely on this document after independently verifying all paths, targets, coordinates, lease and hard lines represented. Any decisions made or wells drilled utilizing this or any other information supplied by Multi-Shot, LLC are at the sole risk and responsibility of the customer. Multi-Shot, LLC is not responsible for the accuracy of this schematic or the information contained herein.

Job Number: P06-534
 Company: Berry Petroleum
 Lease/Well: Ute Tribal 16-14D-54
 Location: Duchesne County
 Rig Name: Unknown
 RKB: 14'
 G.L. or M.S.L.: 6272'

State/Country: Utah
 Declination:
 Grid: Referenced to True North
 File name: F:\WELLPL-1\2006\PO6530\SIP06534\06534.SVY
 Date/Time: 15-Nov-06 / 09:00
 Curve Name: Prop Rev 0

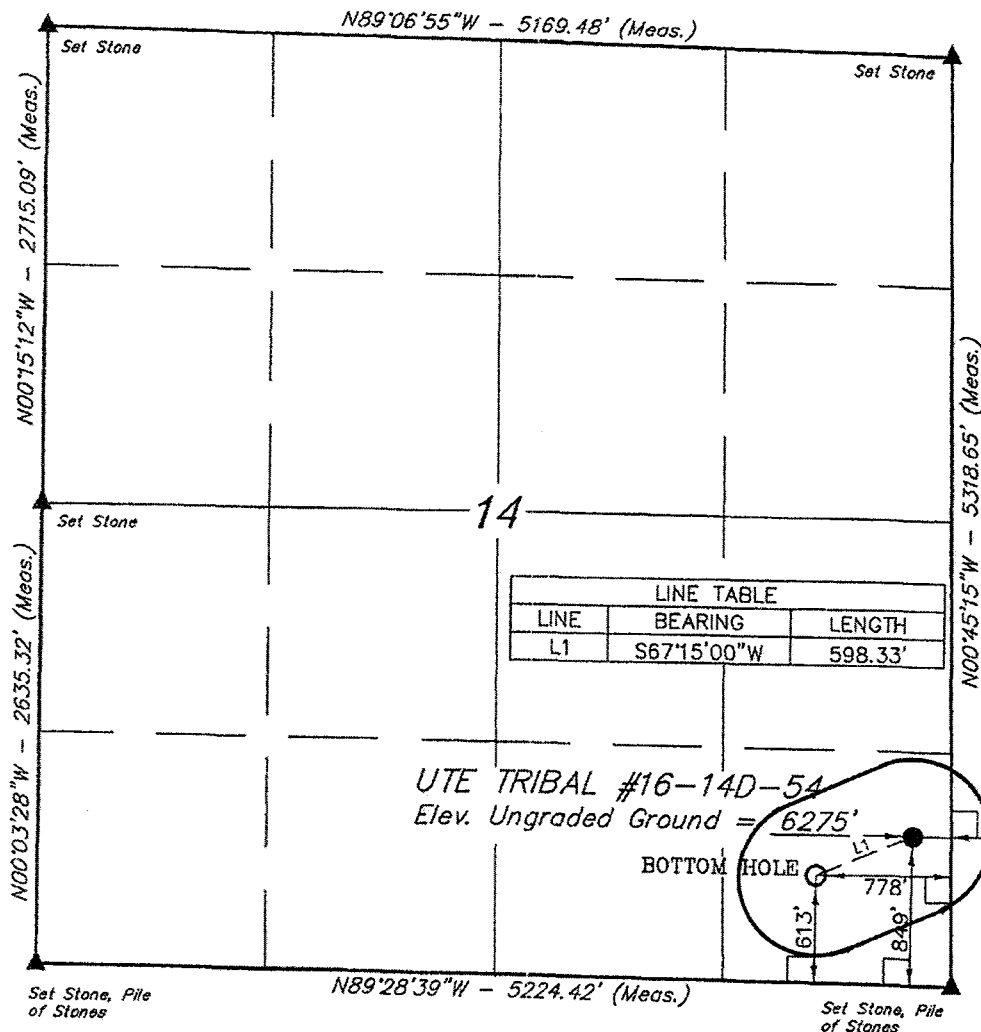
MULTI-SH-T

WINSERVE SURVEY CALCULATIONS
 Minimum Curvature Method
 Vertical Section Plane 246.94
 Vertical Section Referenced to Wellhead
 Rectangular Coordinates Referenced to Wellhead

Measured Depth FT	Incl Angle Deg	Drift Direction Deg	True Vertical Depth	N-S FT	E-W FT	Vertical Section FT	CLOSURE Distance FT	Direction Deg	Dogleg Severity Deg/100
KOP, 2.50°/100' Build									
2321.48	.00	246.94	2321.48	.00	.00	.00	.00	.00	.00
2421.48	2.50	246.94	2421.45	-.85	-2.01	2.18	2.18	246.94	2.50
2521.48	5.00	246.94	2521.23	-3.42	-8.02	8.72	8.72	246.94	2.50
2621.48	7.50	246.94	2620.63	-7.68	-18.04	19.61	19.61	246.94	2.50
Mahogany									
2634.98	7.84	246.94	2634.00	-8.39	-19.70	21.41	21.41	246.94	2.50
Hold 9.41° Inc									
2697.92	9.41	246.94	2696.23	-12.08	-28.38	30.85	30.85	246.94	2.50
Tgr3 Marker									
3712.34	9.41	246.94	3697.00	-77.06	-181.00	196.72	196.72	246.94	.00
Douglas Creek									
4480.68	9.41	246.94	4455.00	-126.28	-296.59	322.35	322.35	246.94	.00
Black Shale									
5144.62	9.41	246.94	5110.00	-168.81	-396.48	430.92	430.92	246.94	.00
Castle Peak									
5398.03	9.41	246.94	5360.00	-185.04	-434.60	472.35	472.35	246.94	.00
Uteland Butte Ls.									
5887.62	9.41	246.94	5843.00	-216.40	-508.26	552.41	552.41	246.94	.00
Wasatch									
6095.42	9.41	246.94	6048.00	-229.71	-539.52	586.39	586.39	246.94	.00

Measured Depth FT	Incl Angle Deg	Drift Direction Deg	True Vertical Depth	N-S FT	E-W FT	Vertical Section FT	CLOSURE Distance FT	Direction Deg	Dogleg Severity Deg/100
PBHL									
6198.81	9.41	246.94	6150.00	-236.33	-555.08	603.29	603.29	246.94	.00

T5S, R4W, U.S.B.&M.



LEGEND:

- └ = 90° SYMBOL
- = PROPOSED WELL HEAD.
- ▲ = SECTION CORNERS LOCATED.

(NAD 83)

LATITUDE = 40°02'29.26" (40.041461)

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BERRY PETROLEUM COMPANY

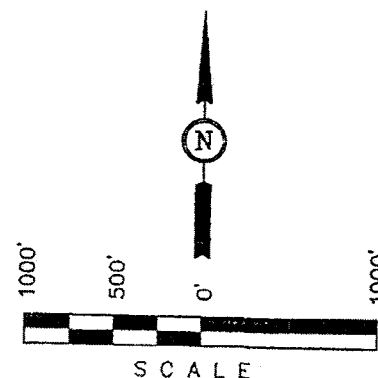
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BASIS OF ELEVATION

BENCH MARK (M67) LOCATED IN THE SW 1/4 OF SECTION 9, T5S, R4W, U.S.B.&M. TAKEN FROM THE DUCHESNE SE QUADRANGLE, UTAH, DUCHESNE COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED ON CAP AS BEING 6097 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



CERTIFICATE

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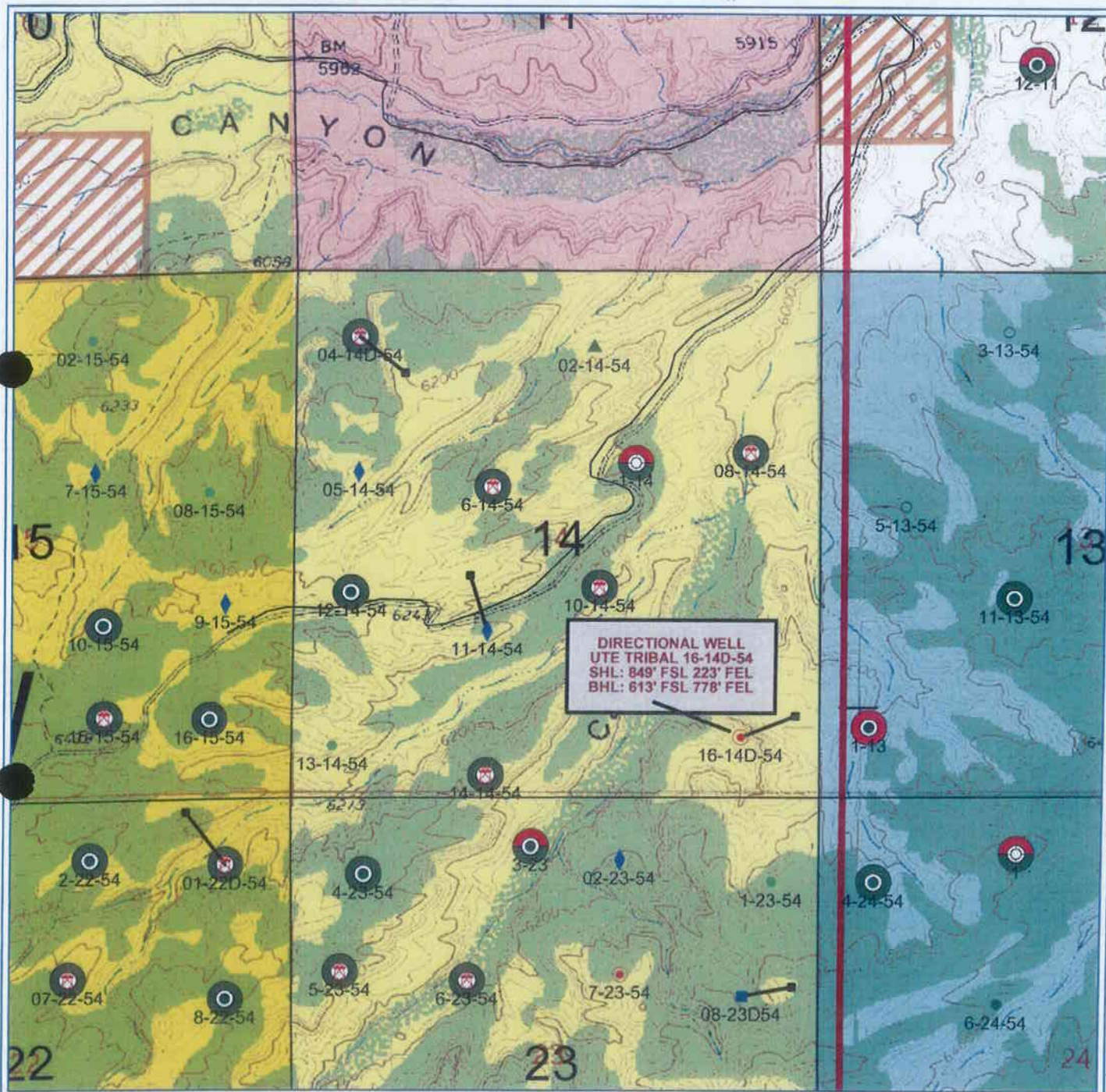
REGISTERED LAND SURVEYOR
REGISTRATION NO. 161318
STATE OF UTAH

Revised: 12-01-06 D.R.B.

Revised: 09-26-06 D.R.B.

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH 200 EAST - VERNAL, UTAH 84078
(435) 789-1017

SCALE 1" = 1000'	DATE SURVEYED: 12-13-06	DATE DRAWN: 01-25-06
PARTY A.F. L.G. D.R.B.	REFERENCES G.L.O. PLAT	
WEATHER COLD	FILE BERRY PETROLEUM COMPANY	



Berry Petroleum Company

Brundage Canyon Project

UTE TRIBAL # 16-14D-54

Directional Drilling Plat

Sec. 16 T5S R4W - Duchesne Co, Utah



POSTED WELL DATA



ATTRIBUTE MAP



WELL SYMBOLS

- Drilled 2006
- Approved APD
- APD W/O Concurrence
- W/O Onsite
- APD - Released to Stake and Survey
- Geologic Prognosis Prepared
- Oil Well
- Dry Hole
- Plugged & Abandoned Oil Well
- Location Only

December 8, 2006

APPLICATION FOR GRANT OF CORRIDOR RIGHT-OF-WAY

BERRY PETROLEUM COMPANY, having a resident or principal place of business at **Route 2 Box 7735, Roosevelt, Utah, 84066**, hereby files an application with the Bureau of Indian Affairs, pursuant to the terms and provisions of the Act of February 5, 1948 (62 Stat. 17; 25 U.S.C. 323), and to the regulations of the Department of the Interior contained in Title 25, Code of Federal Regulations, Part 169, for the grant of a Right-of-Way for the following purposes and reasons:

To construct a Drill Site & Corridor Right-of-Way for the Ute Tribal #16-14D-54

Across the following described Indian Lands SE 1/4 SE 1/4 OF SECTION 14, THE SW 1/4 SW 1/4 OF SECTION 13 & NW 1/4 NW 1/4 OF SECTION 24, T5S, R4W, U.S.B.&M.

Drill Site = 1.993

Corridor R-O-W = 0.062 Ac.
(Access Road & Pipeline)

Total Acreage = 2.055 Acres

4" to 6" SDR-11 POLY PIPELINE

Said Right-of-Way to be approximately 906.07 feet in length, 30 feet in width, and 0.062 Acres, and more particularly described and shown on the map of definite location to be attached and made a part hereof.

The applicant understands and hereby expressly agrees to the following stipulations:

- (a) To construct and maintain the Right-of-Way in a workmanlike manner.
- (b) To pay promptly all damages and compensation, in addition to the deposit made pursuant to 169.4 determined by the Secretary to be due the landowners and authorized users and occupants of the land on account of the survey, granting, construction and maintenance of the Right-of-Way.
- (c) To indemnify the landowners and authorized users and occupants against any liability for loss of life, personal injury and property damage arising from the construction, maintenance, occupancy or use of the lands by the applicant, his employees, contractors and their employees or subcontractors and their employees.
- (d) To restore the lands as nearly as may be possible to their original condition upon the completion of the construction to the extent compatible with the purpose for which the Right-of-Way was granted.
- (e) To clear and keep clear the lands within the Right-of-Way to the extent compatible with the purpose of the Right-of-Way; and to dispose of all vegetative and other material cut, uprooted, or otherwise accumulated during the construction and maintenance of the project.
- (f) To take soil and resource conservation and protection measures, including weed control, on the land covered by the Right-of-Way.

- (g) To do everything reasonable within its power to prevent and suppress fires on or near the lands to be occupied under the Right-of-Way.
- (h) To build and repair such roads, fences, and trails as may be destroyed or injured by construction work and to build and maintain necessary and suitable crossings for all roads and trails that intersect the works constructed, maintained, or operated under the Right-of-Way.
- (I) That upon revocation or termination of the Right-of-Way, the applicant shall, so far as is reasonably possible, restore the land to its original condition.
- (j) To at all times keep the Secretary informed of its address, and in case of corporations of the address of its principal officers.
- (k) That the applicant will not interfere with the use of the lands by or under the authority of the landowners for any purpose not inconsistent with the primary purpose for which the Right-of-Way is granted.

IN WITNESS THEREOF, BERRY PETROLEUM COMPANY. has caused this instrument to be executed this 28 day of September 2006.

Amy Henline
WITNESS

Rebecca Bingham
WITNESS

BERRY PETROLEUM COMPANY
APPLICANT

Ed Courtright
Ed Courtright/Production Supervisor
Route 2 Box 7735
Roosevelt, Utah 84066
Phone:(435)722-1325

SUPPORTING DOCUMENTS:

- () Written consent of the landowners.
- () Evidence of good faith and financial responsibility.
- (x) \$714.00 estimated damages, 0.510 acres @ \$1,400.00 per acre. (Section 13 & 24)
- (x) \$0 as per the terms of the Exploration and Development Agreement (14-20-H62-4728) (Section 14)
- () State certified copy of corporate charter or articles of corporation.
- () Certified copy of resolution or bylaws of the corporation authorizing the filing of the stipulation
- () State certification that the applicant is authorized to do business in the State where the land is located.
- () Certified copy of the articles of partnership or association.
- (x) Map of definite location.
- () Other:

BERRY PETROLEUM COMPANY
UTE TRIBAL #16-14D-54
DAMAGE AREA & CORRIDOR RIGHT-OF-WAY
SECTIONS 13, 14 & 24, T5S, R4W, U.S.B.&M.

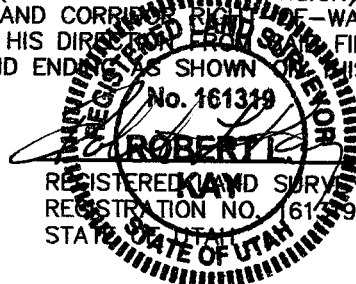
TOTAL CORRIDOR RIGHT-OF-WAY ON UTE TRIBAL LANDS

TOTAL LENGTH OF RIGHT-OF-WAY IS 906.07' OR 0.172 MILES. WIDTH OF RIGHT-OF-WAY IS 30' (15' PERPENDICULAR ON EACH SIDE OF THE CENTERLINE). CONTAINS 0.062 ACRES MORE OR LESS.

ENGINEER'S AFFIDAVIT

STATE OF UTAH)
COUNTY OF UTAH) SS

ROBERT L. KAY, BEING FIRST DULY SWORN DEPOSES AND STATES THAT HE IS THE REGISTERED LAND SURVEYOR, FOR BERRY PETROLEUM COMPANY, THAT THESE SURVEYS WERE MADE BY HIM (OR UNDER HIS SUPERVISION): THAT HE HAS EXAMINED THE FIELD NOTES OF THE SURVEYS OF THE DAMAGE AREA AND CORRIDOR RIGHT-OF-WAY AS DESCRIBED AND SHOWN ON THIS MAP, THAT THIS MAP WAS PREPARED UNDER HIS DIRECTED FROM SAID FIELD NOTES; AND THAT SAID RIGHT-OF-WAY, 0.172 MILES IN LENGTH BEGINNING AND ENDING AS SHOWN ON THIS MAP IS ACCURATELY REPRESENTED.

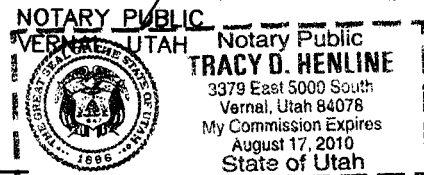


ACKNOWLEDGEMENT

SUBSCRIBED AND SWORN BEFORE ME THIS 28 DAY OF Sept 2006.

MY COMMISSION EXPIRES Aug 17, 2010.

[Signature]



APPLICANT'S CERTIFICATE

I, ED COURTRIGHT, DO HEREBY CERTIFY THAT I AM THE AGENT FOR BERRY PETROLEUM COMPANY, HEREINAFTER DESIGNATED THE APPLICANT; THAT ROBERT L. KAY WHO SUBSCRIBED TO THE FOREGOING AFFIDAVIT, IS EMPLOYED BY THE APPLICANT AS A LAND SURVEYOR AND THAT HE WAS DIRECTED BY THE APPLICANT TO SURVEY THE LOCATION OF THIS DAMAGE AREA AND CORRIDOR RIGHT-OF-WAY, 0.172 MILES IN LENGTH BEGINNING AT STA. 0+00 AND ENDING AT STA. 9+06.07, THAT SAID DAMAGE AREA AND CORRIDOR RIGHT-OF-WAY ARE ACCURATELY REPRESENTED ON THIS MAP; THAT SUCH SURVEY AS REPRESENTED ON THIS MAP HAS BEEN ADOPTED BY THE APPLICANT AS THE DEFINITE LOCATION OF THE RIGHT-OF-WAY THEREBY SHOWN; AND THAT THE MAP HAS BEEN PREPARED TO BE FILED WITH THE SECRETARY OF THE INTERIOR OR HIS DULY AUTHORIZED REPRESENTATIVE AS PART OF THE APPLICATION FOR SAID RIGHT-OF-WAY TO BE GRANTED THE APPLICANT, ITS SUCCESSORS AND ASSIGNS, WITH THE RIGHT TO CONSTRUCT, MAINTAIN, AND REPAIR IMPROVEMENTS, THEREON AND THEREOVER, FOR SUCH PURPOSES, AND WITH THE FURTHER RIGHT IN THE APPLICANT, ITS SUCCESSORS AND ASSIGNS TO TRANSFER THIS RIGHT-OF-WAY BY ASSIGNMENT, GRANT, OR OTHERWISE.

[Signature: Ed Courtright]
APPLICANT

PRODUCTION SUPERVISOR
TITLE

RIGHT-OF-WAY LENGTHS

PROPERTY OWNER	FEET	ACRES	RODS
UTE TRIBAL	906.07'	0.062	54.91

CORRIDOR RIGHT-OF-WAY DESCRIPTION

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.

BEGINNING AT A POINT IN THE SE 1/4 SE 1/4 OF SECTION 14, T5S, R4W, U.S.B.&M. WHICH BEARS N07°55'08"W 726.72' FROM THE SOUTHEAST CORNER OF SAID SECTION 14; THENCE S40°05'44"E 25.30' S36°28'00"E 88.68' S27°22'31"E 50.96' TO A POINT ON THE EAST LINE OF THE SE 1/4 SE 1/4 OF SAID SECTION 14, WHICH BEARS N00°45'15"W 583.91' FROM THE SOUTHEAST CORNER OF SAID SECTION 14, THENCE S27°22'31"E 45.37'; THENCE S24°08'10"E 92.65'; THENCE S19°26'41"W 74.55'; THENCE S25°33'59"E 75.26'; THENCE S65°23'42"E 75.03'; THENCE S47°32'14"E 97.09'; THENCE S07°08'54"E 88.47'; THENCE S05°05'02"E 89.47'; THENCE S42°37'42"E 59.68' TO A POINT ON THE SOUTH LINE OF THE SW 1/4 SW 1/4 OF SECTION 13, T5S, R4W, U.S.B.&M. WHICH BEARS N89°16'42"E 257.93' FROM THE SOUTHWEST CORNER OF SAID SECTION 14, THENCE S42°37'42"E 43.56' TO A POINT IN THE NW 1/4 NW 1/4 OF SECTION 24, T5S, R4W, U.S.B.&M. WHICH BEARS S84°16'37"E 288.86' FROM THE NORTHWEST CORNER OF SAID SECTION 24. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 0.062 ACRES MORE OR LESS.

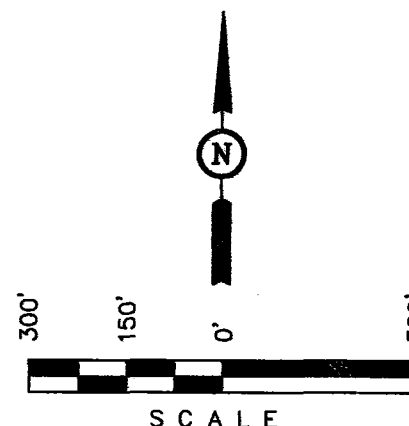
BERRY PETROLEUM COMPANY

LOCATION DAMAGE AREA &
CORRIDOR RIGHT-OF-WAY
ON UTE TRIBAL LANDS

(For UTE TRIBAL #16-14D-54)

LOCATED IN

SECTIONS 13, 14 & 24, T5S, R4W, U.S.B.&M.
DUCESNE COUNTY, UTAH



1/16 Section Line

SE 1/4

SW 1/4

LINE TABLE		
LINE	BEARING	LENGTH
L1	S66°01'33"W	204.19'
L2	N23°58'27"W	230.00'
L3	N06°16'56"E	138.92'
L4	N66°01'33"E	190.00'
L5	S23°58'27"E	350.00'
L6	S66°01'33"W	55.81'
L7	S40°05'44"E	25.30'
L8	S36°28'00"E	88.68'
L9	S27°22'31"E	50.96'
L10	S27°22'31"E	45.37'
L11	S24°08'10"E	92.65'
L12	S19°26'41"W	74.55'
L13	S25°33'59"E	75.26'
L14	S65°23'42"E	75.03'
L15	S47°32'14"E	97.09'
L16	S07°08'54"E	88.47'
L17	S05°05'02"E	89.47'
L18	S42°37'42"E	59.68'
L19	S42°37'42"E	43.56'

DAMAGE AREA
UTE TRIBAL #16-14D-54

Contains 1.993 Acres

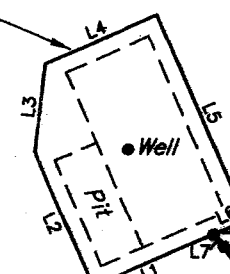
Ute
Tribal

NOTE:
BEGINNING STA. 0+00 BEARS N07°55'08"W 726.72' FROM THE SOUTHEAST CORNER OF SECTION 14, T5S, R4W, U.S.B.&M.

P.O.S.L. 1+64.94 BEARS N00°45'15"W 583.91' FROM THE SOUTHEAST CORNER OF SECTION 14, T5S, R4W, U.S.B.&M.

P.O.S.L. 8+62.51 BEARS N89°16'42"E 257.93' FROM THE SOUTHWEST CORNER OF SECTION 13, T5S, R4W, U.S.B.&M.

ENDING STA. 9+06.07 BEARS S84°16'37"E 288.86' FROM THE NORTHWEST CORNER OF SECTION 24, T5S, R4W, U.S.B.&M.



BEGINNING OF PROPOSED
CORRIDOR RIGHT-OF-WAY
STA. 0+00
(At Edge of Damage Area)

Centerline of Proposed
Corridor Right-of Way

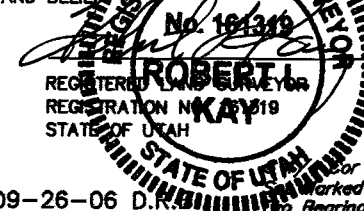
Ute
Tribal

DAMAGE AREA DESCRIPTION

BEGINNING AT A POINT IN THE SE 1/4 SE 1/4 OF SECTION 14, T5S, R4W, U.S.B.&M. WHICH BEARS N07°55'08"W 726.72' FROM THE SOUTHEAST CORNER OF SAID SECTION 14, WHICH BEARS S66°01'33"W 204.19'; THENCE N23°58'27"W 230.00'; THENCE N06°16'56"E 138.92'; THENCE N66°01'33"E 190.00'; THENCE S23°58'27"E 350.00'; THENCE S66°01'33"W 55.81' TO THE POINT OF BEGINNING. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 1.993 ACRES MORE OR LESS.

CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE UNDER MY PERSONAL SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.



Revised: 09-26-06 D.R. [Signature]

UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH - 200 EAST • (435) 789-1017
VERNAL, UTAH - 84078

SCALE 1" = 300'	DATE 01-26-06
PARTY A.F. L.G. D.R.B.	REFERENCES G.L.O. PLAT
WEATHER COLD	FILE 4 4 3 1 8

▲ = SECTION CORNERS LOCATED.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

END OF PROPOSED
CORRIDOR RIGHT-OF-WAY
STA. 9+06.07
(At Existing Pipeline)

Ute
Tribal

Sec. 24
NW 1/4 NW 1/4

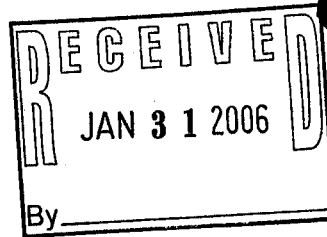
SW Cor Sec 14
Set Stone, Pile
of Stones

N89°28'39"W - 5224.42' (Meas.)

Set Stone, Pile
of Stones

S89°16'42"W - 2630.75' (Meas.)

Exist. Pipeline
Exist. Road



**Berry Petroleum Company,
Ute Tribal #16-14D-54 well:
A Cultural Resource Inventory for a well pad,
its access and pipeline,
Uintah-Ouray Ute Reservation,
Duchesne County, Utah**

**By
Cody C. Newton
and
James A. Truesdale**

**James A. Truesdale
Principle Investigator**

**Prepared For
Berry Petroleum Co.
1614 South 2000 West
Roosevelt, Utah
84066**

**Prepared By
AN INDEPENDENT ARCHAEOLOGIST
P.O.Box 153
Laramie, Wyoming
82073**

Utah Project # U-05-AY-1283(i)

January 9, 2006

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Introduction

An Independent Archaeologist (AIA) was contacted by a representative of Berry Petroleum Co., to conduct a cultural resources investigation of the proposed Ute Tribal #16-14D-54 well, its access and pipeline. The location of the project area is in the SE/SE 1/4 of Section 14, T5S, R4W, Duchesne County, Utah (Figure 1).

The proposed Ute Tribal #16-14D-54 well's centerstake footage is 849' FSL, 223' FEL. The Universal Transverse Mercator (UTM) centroid coordinate for the proposed Ute Tribal #16-14D-54 well centerstake is Zone 12, North American Datum (NAD) 83, 5/60/176.98 mE 44/32/598.87 mN ± 5 m.

From an existing oil and gas field service road and pipeline, the proposed access and pipeline parallel each other and trend northwest 800 feet (243.9 m) to the proposed Ute Tribal #16-14D-54 well.

The land surface is administered by the United States, Bureau of Indian Affairs, Phoenix Area Office, Uintah-Ouray Agency, and the Uintah-Ouray Ute tribe, Fort Duchesne, Utah. A total of 13.66 acres (10 block, 3.66 linear) was surveyed. Fieldwork was authorized through an access permit issued by the Energy and Minerals Resource Division of the Uintah-Ouray Ute tribe. The fieldwork was conducted on November 8, 2005 by AIA archaeologist James Truesdale, accompanied by Bruce Pargeets (technician, Energy and Minerals Resource Division, Uintah-Ouray Ute tribe). All the field notes and maps are located in the AIA office in Laramie, Wyoming.

File Search

A GIS file search was conducted at the Utah Division of State History (UDSH), Antiquities Section, Records Division on November 1, 2005. In addition, AIA's USGS quadrangle Duchesne SE base map was updated from UDSH Records division Duchesne SE base map in November of 2003 and again on February 2, 2004. The UDSH SHPO GIS file search showed that no previous projects have been conducted in the section. No other projects and/or cultural materials (sites, isolates) have been previously recorded in the immediate project area.

Environment

Physiographically, the project is located in the Uinta Basin, approximately 25 miles southwest of Myton, Utah. The Uinta Basin is structurally the lowest part of the Colorado Plateau geographical province (Thornbury 1965:425). The Uinta Basin is a

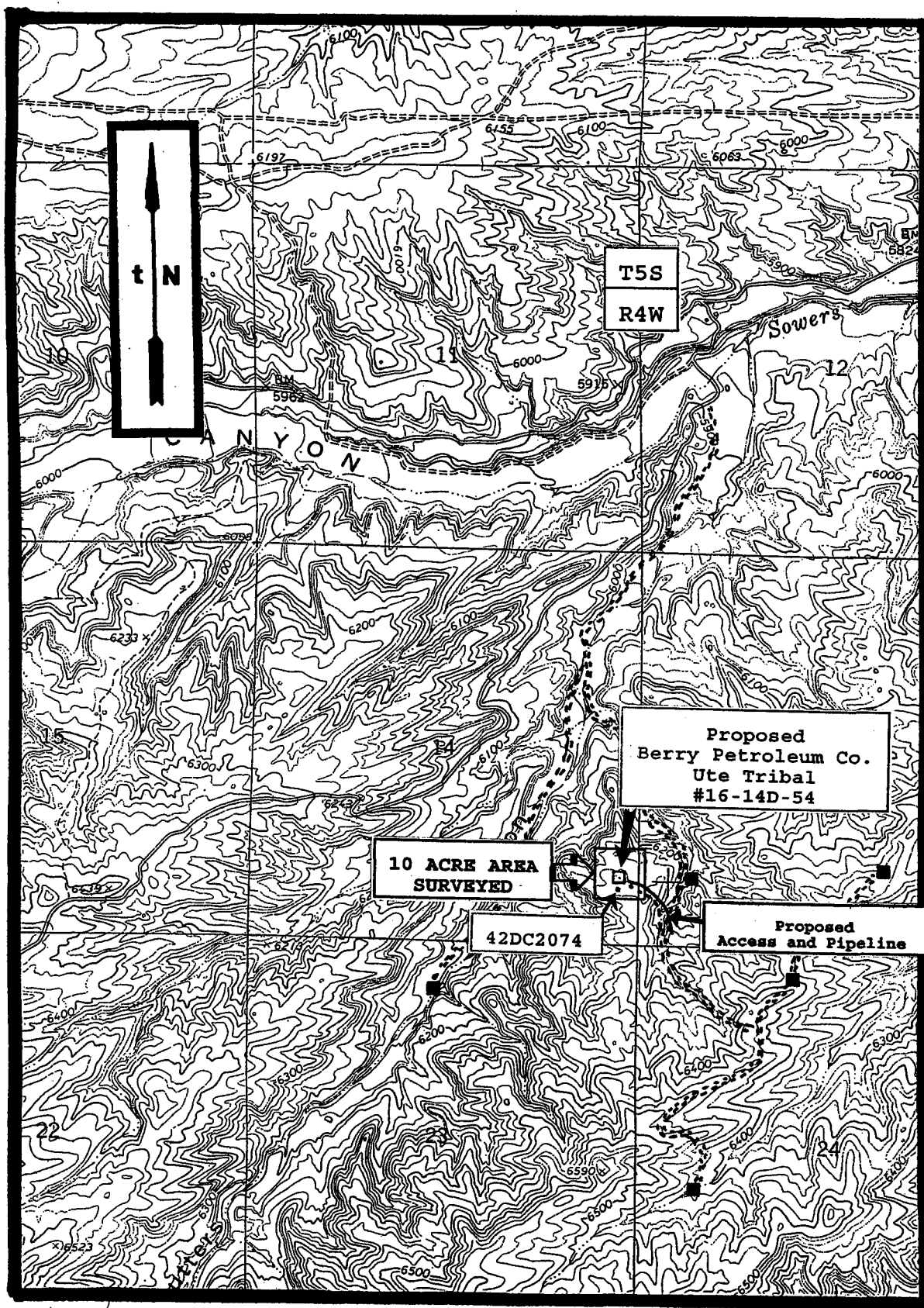


Figure 1. Location of the Berry Petroleum Co.'s proposed Ute Tribal #16-14D-54 well, its access, pipeline, and site 42DC2074 on 7.5'/1964 USGS quadrangle map, Duchesne SE, Duchesne County, Utah.

large, relatively flat, bowl shaped, east-west asymmetrical syncline near the base of the Uinta Mountains (Stokes 1986:231). The topography is characteristic of sloping surfaces that incline northward and are mainly dip slopes on the harder layers of Green River and Uinta Formations. The terrain is characterized as having steep ridges and/or buttes of Uintah Formation sandstones and clays dissected by seasonal drainages and washes with wide flat alluvial plains. The basin contains a thick section of more than 9000 feet (2743.9 m) of early Tertiary rocks (Childs 1950). These rocks are mainly Paleocene and Eocene in age and consist of sandstone, clay and shale lacustrine, fluviatile, and deltaic continental deposits, most famous of which are the lacustrine Green River Beds.

The project area is located on a southwest to northeast trending ridge whose slopes are located southeast of Nutters Canyon. The ridge is part of a much larger ridge system that is located between the Antelope Canyon to the southeast and Nutters Canyon to the northwest. Portions of the desert hardpan and bedrock in the project area are covered with aeolian sand that may reach a depth of over 50 to 100 centimeters in areas. Nutters Canyon trends northeast approximately 1 1/2 miles to Sowers Creek which then trends about 2 miles northeast to Antelope Creek which continues 10 miles north to the Duchesne River.

Vegetation in the project area is characteristic of a Pinyon/Juniper community. Species observed in the project area include; Pinyon pine (Pinus Edulis), juniper (Juniperus Osteosperma), curl-leaf mountain mahogany (Cercocarpus ledifolius), shadscale (Atriplex confertifolia), sand sage, (Artemesia filifolia), saltbush (Atriplex nuttallii), rabbitbrush (Chrysothamnus viscidiflorus), winterfat (Eurotia lanata), greasewood (Sarcobatus baileyi), Indian ricegrass (Oryzopsis hymenoides), desert needlegrass (Stipa speciosa), wild buckwheat (Eriogonum ovalifolium), silky lupine (Lupinus sericeus), desert globemallow (Bromus tectorum), sky rocket (Gilia aggregata), Tansy leaved evening primrose (Oenothera tanacetifolia), Rydberg's Penstemon (Penstemon rydbergi), Stemless Hymenoxys (Hymenoxys acaulis), Sego Lily (Calochortus nuttallii), peppergrass (Lepidium perfoliatum), Russian thistle (Salsola kali), Simpson's Hedgehog cactus (Pediocactus simpsonii) and prickly pear cactus (Opuntia spp.).

Ute Tribal #16-14D-54

The immediate proposed Berry Petroleum Co. Ute Tribal #16-14D-54 well is situated on the top of a broad flat ridge (Figure 2). This ridge is part of a much larger broad southwest to northeast trending ridge system that is located between the



Figure 2. View to northeast at the proposed Ute Tribal #16-14D-54 well centerstake and well pad area.

Nutters Canyon to the northwest and Antelope Canyon to the southeast. The vegetation on the well location is dominated by a Pinyon/Juniper forest with an understory of mountain mahogany, big sagebrush, budsage, buckwheat, yucca, prickly pear cactus, wild buckwheat and bunchgrasses (crested wheatgrass, Indian rice grass). A low sagebrush community consisting of sagebrush, saltbush, rabbitbrush, bunchgrasses and prickly pear cactus can be found in the open areas along the broad open flats on top of the ridge. Sediments are colluvial in nature. The colluvium consists of shallow (<15 cm), poorly sorted, loosely compacted, tan to light brown sandy clay loam mixed with small to medium sized angular pieces of sandstone, clay and shale (Figure 3). The elevation is 6276.25 feet (1913 m) AMSL.

From an existing oil and gas field service road and pipeline, the proposed access and pipeline parallel each other and trend 800 feet (243.9 m) northwest to the proposed Ute Tribal #16-14D-54 well pad. The access and pipeline trend up the east slope and across the flat of a broad ridge. Sediments along the access and pipeline consist of shallow (<15 cm), poorly sorted, loosely compacted, tan to light brown, sandy clay loam colluvium mixed with small to medium sized flat angular pieces of Uinta formation sandstones, clay and shales. Exposures of sandstone, clay and

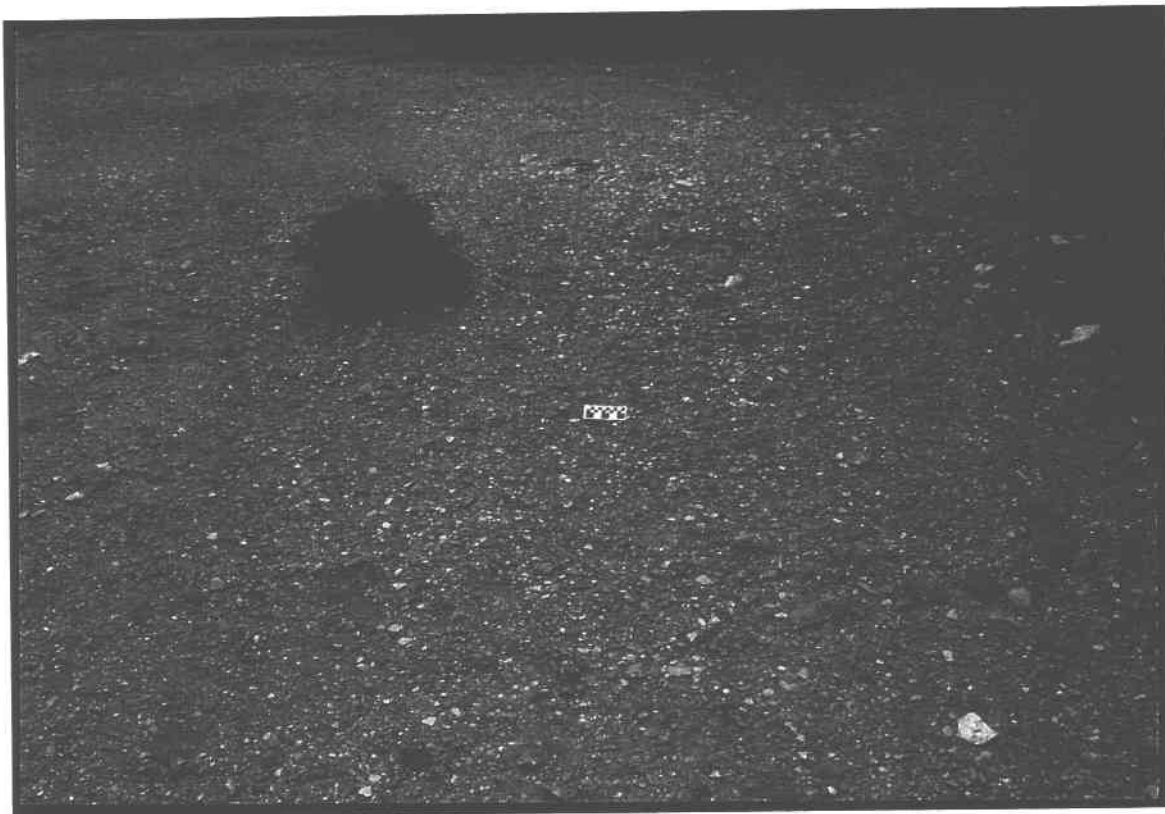


Figure 3. Oblique view of colluvial sediments on and surrounding the Ute Tribal #16-14D-54 well centerstake and well pad area.

shale bedrock can be found eroding from the ridge's talus slopes. Vegetation along the access and pipeline is dominated by Pinyon and juniper trees with an understory of mountain mahogany, low sage, yucca and prickly pear cactus.

The surrounding landscape exhibits exposures relatively thick ledges of sandstone with thinner layers of clay and shale. The surrounding vegetation is dominated by a Pinyon/Juniper community with a understory of mountain mahogany, low sagebrush, yucca, bunchgrasses along the hill and ridge slopes, and low sagebrush community in the ridge top flats and open parks.

Field Methods

A total of 10 acres was surveyed around the centerstake of the proposed well location to allow for relocation of the pad if necessary. The survey was accomplished by walking transects spaced no more than 15 meters apart. The proposed access and pipeline corridors that were surveyed are each 800 feet (243.9 m) long and 100 feet (30.4 m) wide, 1.83 linear acres apiece. Thus, 3.66 linear acres was surveyed.

Geologic landforms (rockshelters, alcoves, ridge tops and

saddles) and areas of subsurface exposure (ant hills, blowouts, rodent holes and burrow, eroding slopes and cutbanks) were examined with special care in order to locate cultural resources (sites, isolates) and possibly help assess a site's sedimentary integrity and potential for the presence and/or absence of buried intact cultural deposits. The entire surface area of ridge tops was covered. All exposures of sandstone cliff faces, alcoves or rockshelter, and talus slopes were surveyed.

When cultural materials are discovered, a more thorough survey of the immediate vicinity is conducted in order to locate any associated artifacts and to determine the horizontal extent (surface area) of the site. If no other artifacts are located during the search then the initial artifact was recorded as an isolated find. At times, isolated formal tools (typical end scrapers, projectile points) were drawn and measured. The isolate was then described and its location plotted on a U.S.G.S. topographic map and UTM coordinates are recorded.

When sites are found an Intermountain Antiquities Computer System (IMACS) form was used to record the site. At all sites, selected topographic features, site boundaries, stone tools and cultural features (hearths, foundations, trash dumps and trails) are mapped. Sites were mapped with a Brunton compass and pacing off distances from a mapping station (datum). All debitage is inventoried using standard recording techniques (Truesdale et al 1995:7) according to material type, basic flake type, and so on. Selected (mostly complete) stone tools and projectile points are drawn and measured. All features (rockart panel(s), hearths, foundations, trash dumps and trails) are measured and described, while selected features are either drawn or photographed.

Site location data is recorded by a GARMIN Global Positioning System (GPS III Plus) and/or an E-Trex GPS. Site elevation and Universal Transverse Mercator (UTM) grid data, its Estimated Position Error (EPE) and Dilution of Precision (DOP) were recorded. Using the GPS data, the site location was then placed on a USGS 7.5' quadrangle map.

Results

A total of 13.66 acres (10 block, 3.66 linear) were surveyed for cultural resources within and around the proposed Berry Petroleum Co. Ute Tribal #16-14D-54 and along its access and pipeline. One site (42DC2074) was recorded during the proposed pipeline, access and well pad survey. No additional cultural resources (sites, isolates) were recorded during the survey.

Modern trash (plastic soda pop, oil and antifreeze bottles, clear, green, and brown bottle glass, foam insulation and sanitary

food cans) can be found throughout the Brundage Canyon, Nutters Canyon, Sowers Canyon and Antelope Canyon oil and gas fields, especially along the service roads.

Site

Site: 42DC2074

Location: SW/SE/NE/SE/SE 1/4 of Section 14, T5S R4W (Figure 1)

UTM Coordinate: Zone 12, NAD 83, 5/60/200.59mE 44/32/525.31mN \pm 5m

Setting: The site is situated on a small flat that is part of a larger broad ridge, which contains exposed and eroding sandstone outcrops. Sediments consist of shallow (<15 cm), poorly sorted, loosely compacted, tan to light brown sandy clay loam, mixed with medium to small angular pieces of sandstone, and even smaller pieces of clay and shale. Sandstone, clay and shale bedrock is exposed and eroding throughout immediate project area. Vegetation is dominated by Pinyon/Juniper with an understory of low sagebrush, budsage, yucca and bunchgrasses. The elevation is 6279.53 feet (1914 m) AMSL.

Description: The site is a small historic camp of that contains tobacco and sanitary food cans, a tableware knife, a rock feature that was possibly used to weigh down a tent and some wood scraps. The site measures 10 m (E-W) by 4.5 m (N-S), 40.5 sq m.

Sediments on and surrounding the site are shallow (<10 cm) and consist of poorly sorted, loosely compacted, sandy clay loam mixed with tiny to small angular pieces of sandstone, clay and shale. No evidence of charcoal or charcoal stained soils can be found in association with the historic camp. The site is virtually situated on exposed and eroding sandstone, clay and shale bedrock. The possibility of buried and intact cultural materials is low. The site is considered to be in the latter stages of deflation and in poor condition.

National Register Status: Site 42DC2074 is a temporary historic camp of unknown age. The site is considered to be in poor condition and in the latter stages of erosion and deflation. The site cannot yield any additional data. Therefore, site 42DC2074 is considered to be not-eligible for nomination and/or inclusion to the National Register of Historic Places (NRHP).

Recommendations

A total of 13.66 acres (10 block, 3.66 linear) were surveyed for cultural resources within and around the proposed Berry Petroleum Co. Ute Tribal #16-14D-54 and along its access and

pipeline. One site (42DC2074) was recorded during the survey. No additional cultural resources (sites, isolates) were recorded during the survey.

Site 42DC2074 is a small (40.5 sq m) historic camp site of unknown age. The site has been adequately recorded and mapped. The site is considered to be in poor condition and in the latter stages of deflation. The site is considered to be not-eligible for nomination and inclusion to the NRHP. The site is located 250 feet (77 m) south of the Ute Tribal #16-14D-54 well's centerstake. The site will not be impacted by subsequent construction of the Ute Tribal #16-14D-54 well, its access or pipeline.

Modern trash (plastic soda pop, oil and antifreeze bottles, clear, green, and brown bottle glass, sanitary food cans, foam insulation and miscellaneous metal scraps) can be found throughout the Brundage, Sowers and Antelope Canyon oil and gas fields and along the service roads.

Sediments on the proposed well pad and along its access and pipeline are shallow (<15 cm). Therefore, the possibility of buried and intact cultural materials located on the proposed well pad or along its, access and pipeline is low. Thus, no additional archaeological work is necessary and clearance is recommended for the construction of the proposed Ute Tribal #16-14D-54 well pad, its access and pipeline.

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Thornbury, William D.

1965 Regional Geomorphology of the United States. John Wiley & Sons, Inc.

Truesdale, James A., Kathleen E. Hiatt, and Clifford Duncan

1995 Cultural Resource Inventory of the Proposed Ouray Gravel Pit Location, Uintah-Ouray Ute Reservation, Uintah County, Utah. Report prepared for U & W Construction, Ft. Duchesne, Utah by AIA, Laramie, Wyoming.

BERRY PETROLEUM COMPANY

UTE TRIBAL #16-14D-54

LOCATED IN DUCHESNE COUNTY, UTAH

SECTION 16, T5S, R5W, U.S.B.&M.



PHOTO: VIEW OF LOCATION STAKE

CAMERA ANGLE: NORTHEASTERLY



PHOTO: VIEW FROM BEGINNING OF PROPOSED ACCESS

CAMERA ANGLE: NORTHWESTERLY



- Since 1964 -

UELS Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
435-789-1017 uels@uelsinc.com

LOCATION PHOTOS

12 19 05
MONTH DAY YEAR

PHOTO

TAKEN BY: A.F.

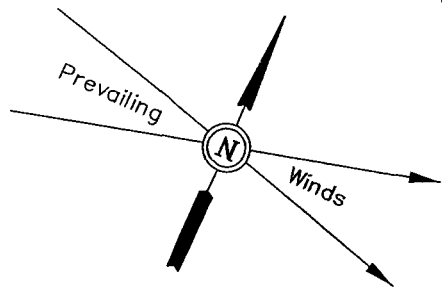
DRAWN BY: C.H.

REVISED: 09-26-06

BERRY PETROLEUM COMPANY

LOCATION LAYOUT FOR

UTE TRIBAL #16-14D-54
SECTION 14, T5S, R4W, U.S.B.&M.
849' FSL 223' FEL



SCALE: 1" = 50'

DATE: 01-25-06

DRAWN BY: D.R.B.

Revised: 09-26-06 D.R.B.

Revised: 12-01-06 D.R.B.

F-1.0'
El. 71.1'

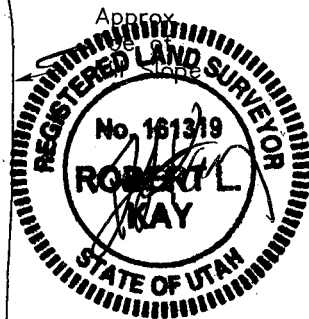
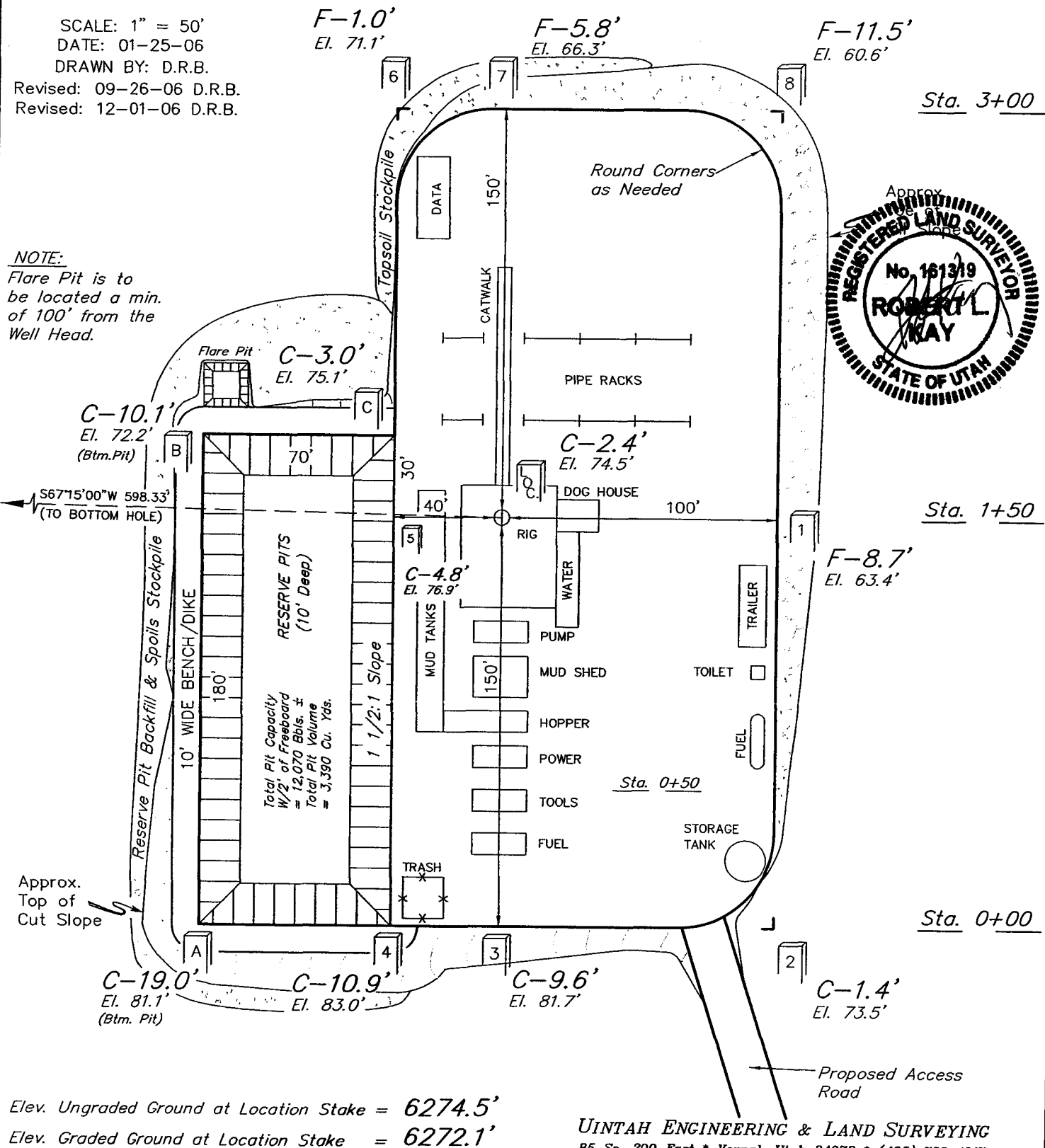
F-5.8'
El. 66.3'

F-11.5'
El. 60.6'

Sta. 3+00

NOTE:

Flare Pit is to be located a min. of 100' from the Well Head.



Elev. Ungraded Ground at Location Stake = 6274.5'

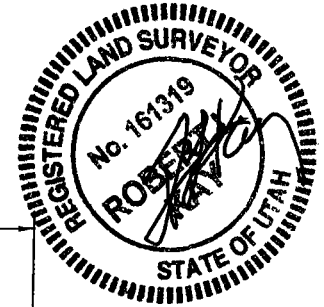
Elev. Graded Ground at Location Stake = 6272.1'

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017

BERRY PETROLEUM COMPANY

TYPICAL CROSS SECTIONS FOR

UTE TRIBAL #16-14D-54
SECTION 14, T5S, R4W, U.S.B.&M.
849' FSL 223' FEL

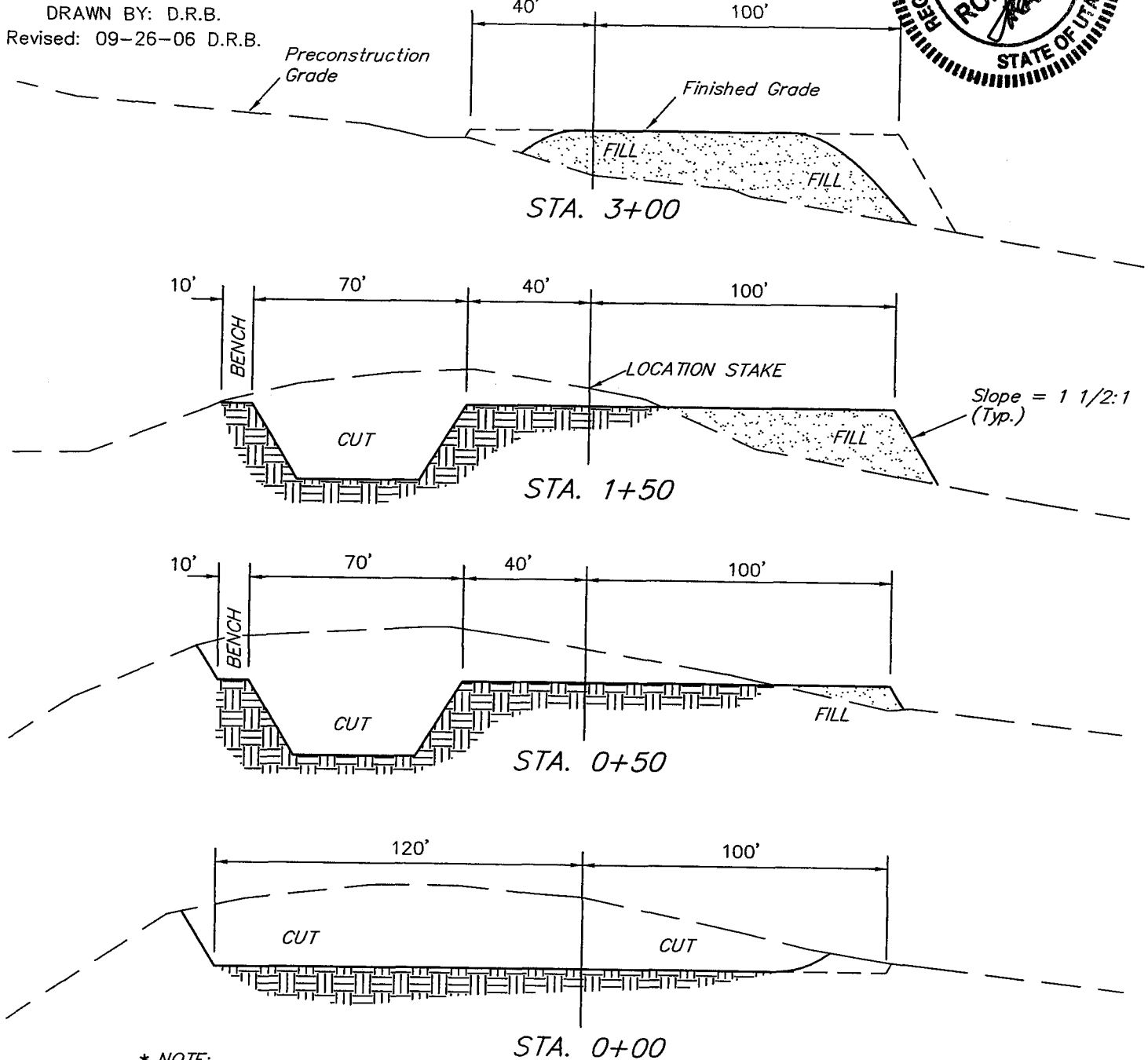


1" = 20'
X-Section
Scale
1" = 50'

DATE: 01-25-06

DRAWN BY: D.R.B.

Revised: 09-26-06 D.R.B.



* NOTE:
FILL QUANTITY INCLUDES
5% FOR COMPACTION

APPROXIMATE YARDAGES

CUT
(12") Topsoil Stripping = 2,590 Cu. Yds.

Remaining Location = 7,840 Cu. Yds.

TOTAL CUT = 10,430 CU.YDS.

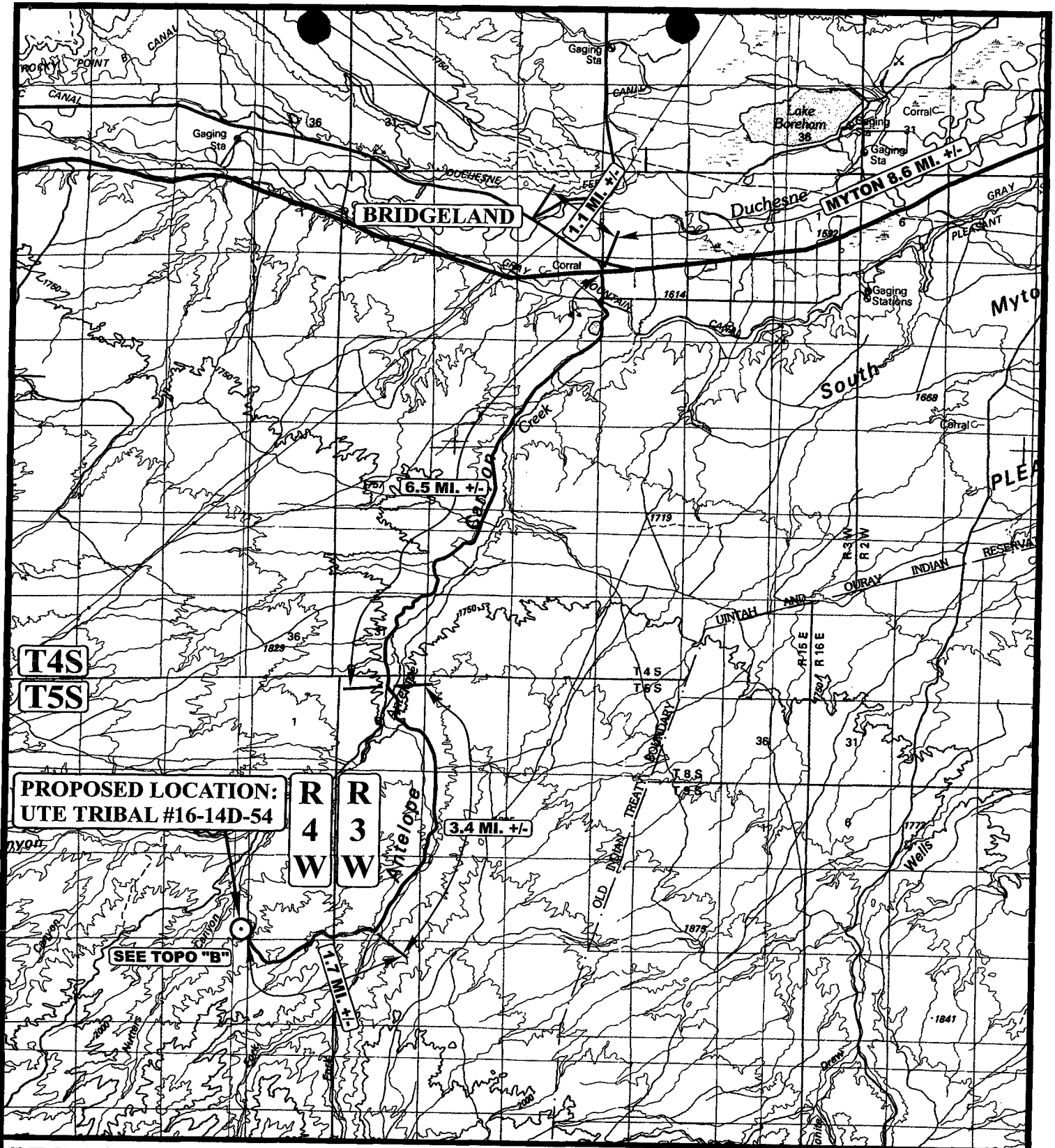
FILL = 6,140 CU.YDS.

EXCESS MATERIAL = 4,290 Cu. Yds.

Topsoil & Pit Backfill
(1/2 Pit Vol.) = 4,290 Cu. Yds.

EXCESS UNBALANCE = 0 Cu. Yds.
(After Rehabilitation)

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East * Vernal, Utah 84078 * (435) 789-1017



LEGEND:

○ PROPOSED LOCATION

N

BERRY PETROLEUM COMPANY

UTE TRIBAL #16-14D-54
SECTION 14, T5S, R4W, U.S.B.&M.
849' FSL 223' FEL



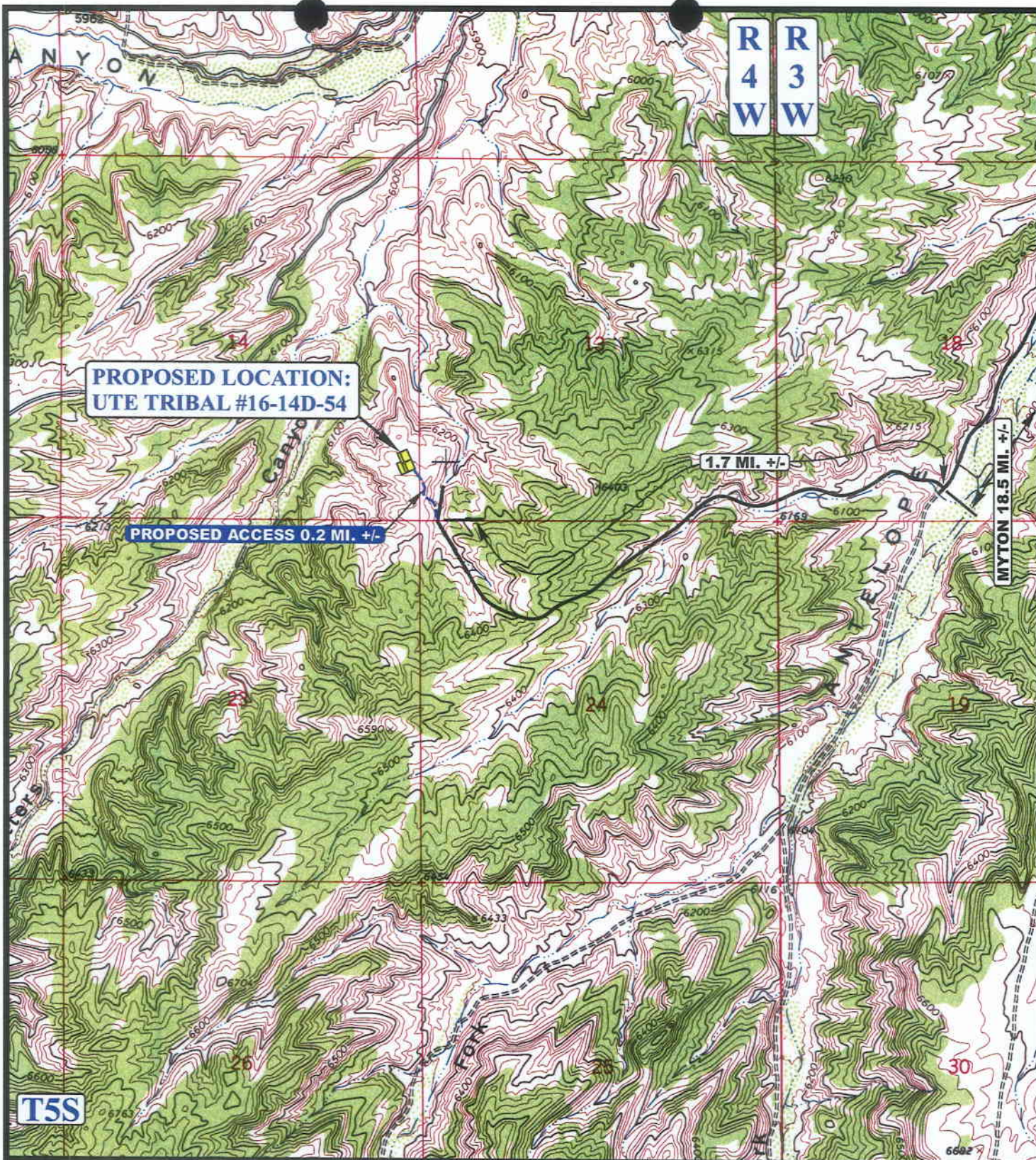
Utah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC
MAP

12 19 05
MONTH DAY YEAR

SCALE: 1:100,000 DRAWN BY: C.H. REVISED: 09-26-06





LEGEND:

————— EXISTING ROAD
 - - - - - PROPOSED ACCESS ROAD



BERRY PETROLEUM COMPANY

UTE TRIBAL #16-14D-54
SECTION 14, T5S, R4W, U.S.B.&M.
849' FSL 223' FEL



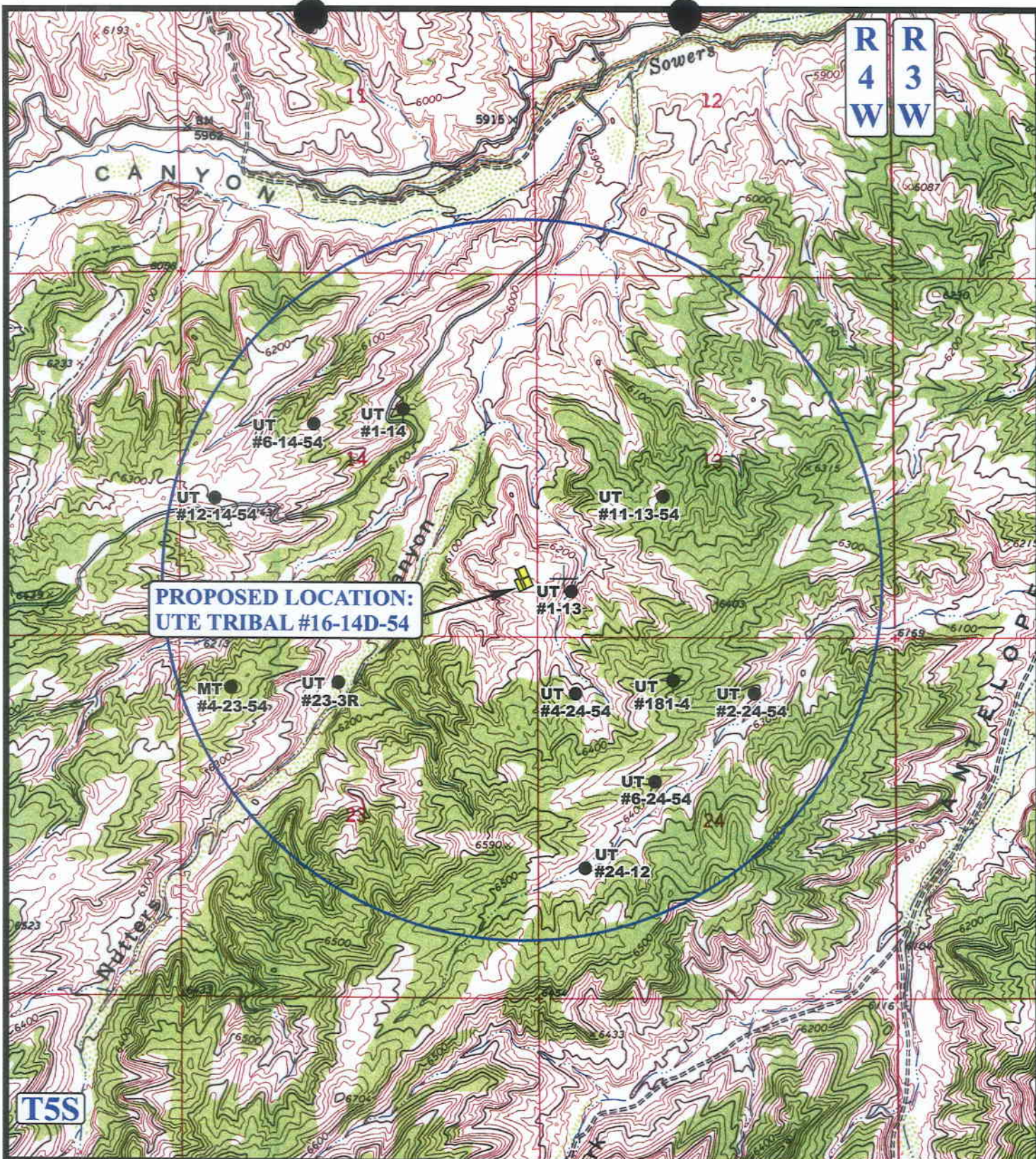
Uintah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
 (435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC
MAP

12 **19** **05**
 MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: C.H. REVISED: 09-26-06





LEGEND:

- | | |
|-------------------|-------------------------|
| ○ DISPOSAL WELLS | ○ WATER WELLS |
| ● PRODUCING WELLS | ● ABANDONED WELLS |
| ● SHUT IN WELLS | ● TEMPORARILY ABANDONED |



BERRY PETROLEUM COMPANY

UTE TRIBAL #16-14D-54
SECTION 14, T5S, R4W, U.S.B.&M.
849' FSL 223' FEL



Uintah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
 (435) 789-1017 * FAX (435) 789-1813

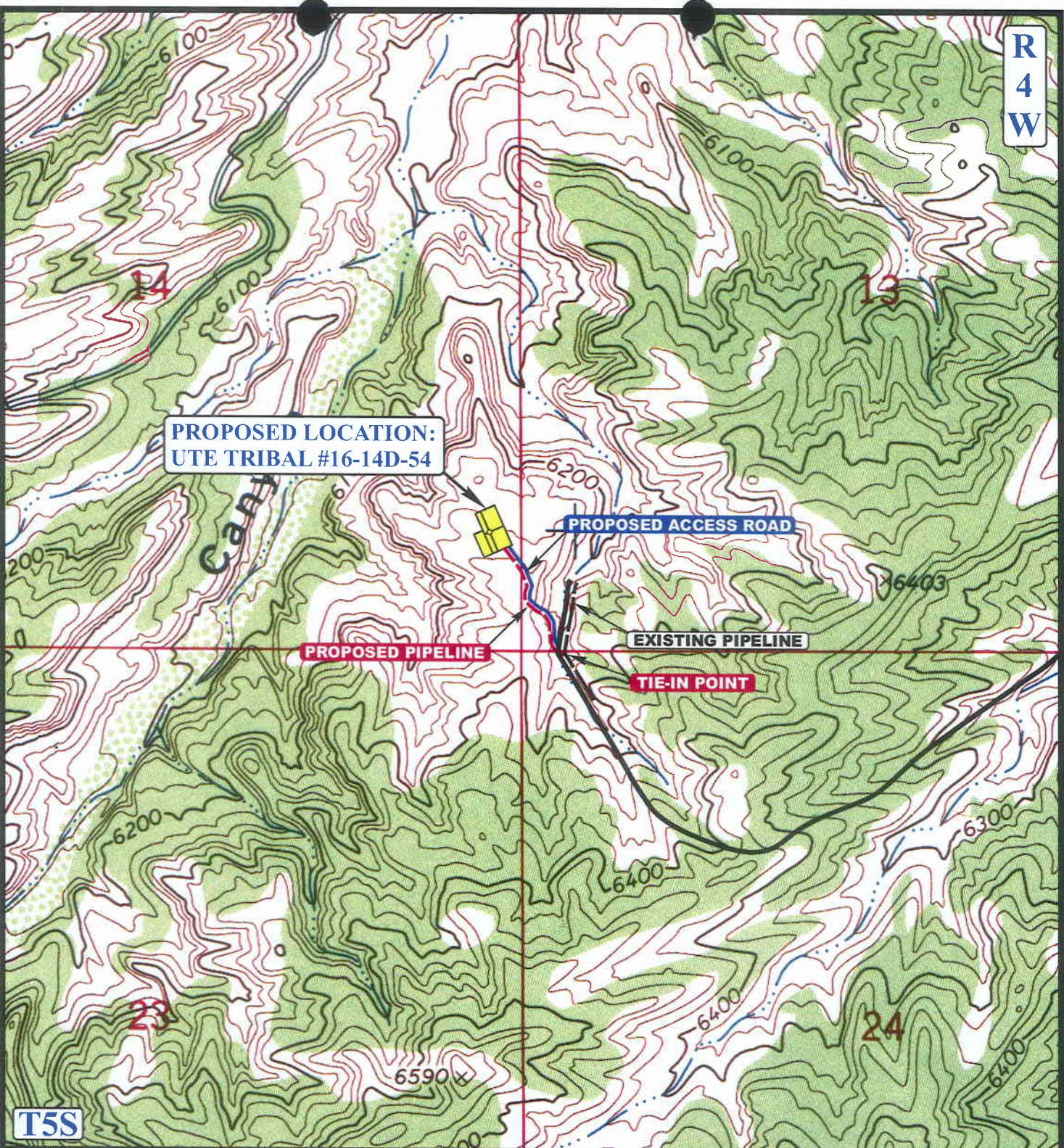
**TOPOGRAPHIC
MAP**

12 19 05
 MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: C.H. REVISED: 09-26-06



R
4
W



APPROXIMATE TOTAL PIPELINE DISTANCE = 932' +/-

LEGEND:

- PROPOSED ACCESS ROAD
- EXISTING PIPELINE
- - - PROPOSED PIPELINE

BERRY PETROLEUM COMPANY

UTE TRIBAL #16-14D-54
SECTION 14, T5S, R4W, U.S.B.&M.
849' FSL 223' FEL

U E L S Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813



TOPOGRAPHIC MAP 12 19 05
MONTH DAY YEAR
SCALE: 1" = 1000' DRAWN BY: C.H. REVISED: 09-26-06 **D TOPO**

WORKSHEET
APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 12/18/2006

API NO. ASSIGNED: 43-013-33466

WELL NAME: UTE TRIBAL 16-14D-54

OPERATOR: BERRY PETROLEUM COMPANY (N2480)

PHONE NUMBER: 435-722-1325

CONTACT: SHELLY CROZIER

PROPOSED LOCATION:

SESE 14 050S 040W

SURFACE: 0849 FSL 0223 FEL

BOTTOM: 0613 FSL 0778 FEL

COUNTY: DUCHESNE

LATITUDE: 40.04167 LONGITUDE: -110.2938

UTM SURF EASTINGS: 560243 NORTHINGS: 4432410

FIELD NAME: BRUNDAGE CANYON (72)

INSPECT LOCATN BY: / /

Tech Review	Initials	Date
Engineering		
Geology		
Surface		

LEASE TYPE: 2 - Indian

LEASE NUMBER: 14-20-H62-5033

PROPOSED FORMATION: GRRV

SURFACE OWNER: 2 - Indian

COALBED METHANE WELL? NO

RECEIVED AND/OR REVIEWED:

☒ Plat
☒ Bond: Fed[] Ind[2] Sta[] Fee[]
(No. RLB0005651)
☒ Potash (Y/N)
☒ Oil Shale 190-5 (B) or 190-3 or 190-13
☒ Water Permit
(No. 43-11041)
☒ RDCC Review (Y/N)
(Date:)
☒ Fee Surf Agreement (Y/N)
☒ Intent to Commingle (Y/N)

LOCATION AND SITING:

___ R649-2-3.
Unit: _____
___ R649-3-2. General
Siting: 460 From Qtr/Qtr & 920' Between Wells
___ R649-3-3. Exception
___ Drilling Unit
Board Cause No: _____
Eff Date: _____
Siting: _____
☒ R649-3-11. Directional Drill

COMMENTS: Sop, Spent File

STIPULATIONS: 1- Federal Approval
2- Spent File

T5S R4W

BHL
4-14D-54

UTE TRIBAL
4-14D-54

UTE TRIBAL
2-14-54

UTE TRIBAL
8-14-54

NUTTER
CANYON 1-14

UTE TRIBAL
6-14-54

UTE TRIBAL
12-14-54

UTE TRIBAL
10-14-54

BRUNDAGE CANYON FIELD

UTE TRIBAL
13-14-54

UTE TRIBAL
14-14-54

UTE TRIBAL
23-3R

BC UTE
TRIBAL 16-14

UTE TRIBAL
16-14D-54

BHL
16-14D-54

OPERATOR: BERRY PETRO CO (N2480)

SEC: 14 T.5S R. 4W

FIELD: BRUNDAGE CANYON (72)

COUNTY: DUCHESNE

SPACING: R649-3-11 / DIRECTIONAL DRILLING

Field Status

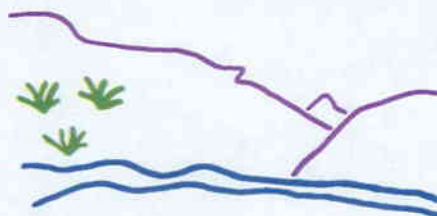
- ABANDONED
- ACTIVE
- COMBINED
- INACTIVE
- PROPOSED
- STORAGE
- TERMINATED

Unit Status

- EXPLORATORY
- GAS STORAGE
- NF PP OIL
- NF SECONDARY
- PENDING
- PI OIL
- PP GAS
- PP GEOTHERML
- PP OIL
- SECONDARY
- TERMINATED

Wells Status

- GAS INJECTION
- GAS STORAGE
- LOCATION ABANDONED
- NEW LOCATION
- PLUGGED & ABANDONED
- PRODUCING GAS
- PRODUCING OIL
- SHUT-IN GAS
- SHUT-IN OIL
- TEMP. ABANDONED
- TEST WELL
- WATER INJECTION
- WATER SUPPLY
- WATER DISPOSAL
- DRILLING



Utah Oil Gas and Mining



PREPARED BY: DIANA MASON
DATE: 18-DECEMBER-2006



State of Utah

**Department of
Natural Resources**

MICHAEL R. STYLER
Executive Director

**Division of
Oil, Gas & Mining**

JOHN R. BAZA
Division Director

JON M. HUNTSMAN, JR.
Governor

GARY R. HERBERT
Lieutenant Governor

December 18, 2006

Berry Petroleum Company
Rt.2, Box 7735
Roosevelt, UT 84066

Re: Ute Tribal 16-14D-54 Well, Surface Location 849' FSL, 223' FEL, SE SE,
Sec. 14, T. 5 South, R. 4 West, Bottom Location 613' FSL, 778' FEL, SE SE,
Sec. 14, T. 5 South, R. 4 West, Duchesne County, Utah

Gentlemen:

Pursuant to the provisions and requirements of Utah Code Ann. § 40-6-1 *et seq.*, Utah Administrative Code R649-3-1 *et seq.*, and the attached Conditions of Approval, approval to drill the referenced well is granted.

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-013-33466.

Sincerely,

Gil Hunt
Associate Director

pab
Enclosures

cc: Duchesne County Assessor
Bureau of Land Management, Vernal District Office

Operator: Berry Petroleum Company
Well Name & Number Ute Tribal 16-14D-54
API Number: 43-013-33466
Lease: 14-20-H62-5033

Surface Location: SE SE Sec. 14 T. 5 South R. 4 West
Bottom Location: SE SE Sec. 14 T. 5 South R. 4 West

Conditions of Approval

1. General

Compliance with the requirements of Utah Admin. R. 649-1 *et seq.*, the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

2. Notification Requirements

Notify the Division within 24 hours of spudding the well.

- Contact Carol Daniels at (801) 538-5284.

Notify the Division prior to commencing operations to plug and abandon the well.

- Contact Dan Jarvis at (801) 538-5338

3. Reporting Requirements

All required reports, forms and submittals will be promptly filed with the Division, including but not limited to the Entity Action Form (Form 6), Report of Water Encountered During Drilling (Form 7), Weekly Progress Reports for drilling and completion operations, and Sundry Notices and Reports on Wells requesting approval of change of plans or other operational actions.

4. State approval of this well does not supersede the required federal approval, which must be obtained prior to drilling.

5. This proposed well is located in an area for which drilling units (well spacing patterns) have not been established through an order of the Board of Oil, Gas and Mining (the "Board"). In order to avoid the possibility of waste or injury to correlative rights, the operator is requested, once the well has been drilled, completed, and has produced, to analyze geological and engineering data generated therefrom, as well as any similar data from surrounding areas if available. As soon as is practicable after completion of its analysis, and if the analysis suggests an area larger than the quarter-quarter section upon which the well is located is being drained, the operator is requested to seek an appropriate order from the Board establishing drilling and spacing units in conformance with such analysis by filing a Request for Agency Action with the Board.

6. In accordance with Utah Admin. R.649-3-11, Directional Drilling, the operator shall submit a complete angular deviation and directional survey report to the Division within 30 days following completion of the well.

RECEIVED

DEC 18 2006

Form 3160-3
(April 2004)FORM APPROVED
OMB No. 1004-0137
Expires March 31, 2007UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

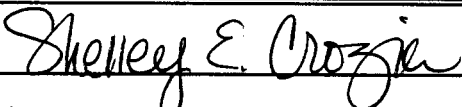
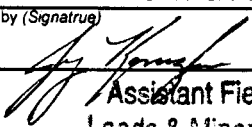
BLM

APPLICATION FOR PERMIT TO DRILL OR REENTER

1a. TYPE OF WORK <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER		5. Lease Serial No. 14-20-H62-5033	
1b. Type of Well: <input checked="" type="checkbox"/> Oil well <input type="checkbox"/> Gas well <input type="checkbox"/> Other <input checked="" type="checkbox"/> Single zone <input type="checkbox"/> Multiple zone		6. If Indian, Allottee or Tribe Name UTE	
2. Name of Operator BERRY PETROLEUM COMPANY		7. Unit or CA Agreement, Name and No. N/A	
3a. Address 4000 SOUTH 4028 WEST RT. 2 BOX 7735, ROOSEVELT, UT. 84066		8. Lease Name and Well No. UTE TRIBAL 16-14D-54	
3b. Phone No. (include area code) (435) 722-1325		9. API Well No. 43-013-33466	
4. Location of Well (Report location clearly and in accordance with any State requirements.) At surface (SE/SE) 849' FSL, 223' FEL At proposed prod. zone BHL: 613' FSL, 778' FEL		10. Field and Pool, or Exploratory BRUNDAGE CANYON	
14. Distance in miles and direction from nearest town or post office* 20.4 MILES FROM MYTON, UTAH		11. Sec., T. R. M. or BLK. and Survey or Area SEC. 14, T.5S., R.4W. U.S.B.&M.	
15. Distance from proposed* location to nearest property of lease line, ft. (Also to nearest drg. Unit line, if any) 223'		12. County or Parish DUCHESNE	
16. No. of acres in lease 640		13. State UTAH	
17. Spacing Unit dedicated to this well 40		18. Distance from proposed* to nearest well, drilling, completed, applied for, on this lease, ft. 3000'	
19. Proposed Depth 6150'		20. BLM/BIA Bond No. on file UTB000035 / RLB0005750	
21. Elevations (Show whether DF, KDB, RT, GR, etc.) 6272' GR		22. Approximate date work will start* REFER TO BPC SOP PLAN	
23. Estimated duration REFER TO BPC SOP PLAN		24. Attachments	

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No. 1, shall be attached to this form:

- Well plat certified by a registered surveyor.
- A Drilling Plan.
- A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office).
- Bond to cover the operations unless covered by an existing bond on file (see item 20 above).
- Operator certification.
- Such other site specific information and/or plans as may be required by the authorized officer.

25. Signature 	Name (Printed/Typed) SHELLEY E. CROZIER	Date 12/08/06
Title REGULATORY & PERMITTING ASSISTANT		
Approved by (Signature) 	Name (Printed/Typed) JERRY KEWERKA	Date 6-21-2007
Title Assistant Field Manager Leads & Mineral Resources		
Office VERNAL FIELD OFFICE		

Application approval does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

Conditions of approval, if any, are attached.

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

*(Instructions on page 2)

NOTICE OF APPROVAL

CONDITIONS OF APPROVAL ATTACHED

RECEIVED

JUN 26 2007

DIV. OF OIL, GAS & MINING



UNITED STATES DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
VERNAL FIELD OFFICE

170 South 500 East

VERNAL, UT 84078

(435) 781-4400



CONDITIONS OF APPROVAL FOR APPLICATION FOR PERMIT TO DRILL

Company: Berry Petroleum Company **Location:** SESE, Sec. 14, T5S, R4W
Well No: Ute Tribal 16-14D-54 **Lease No:** 14-20-H62-5033
API No: 43-013-33466 **Agreement:** N/A

Title	Name	Office Phone Number	Cell Phone Number
Petroleum Engineer:	Matt Baker	(435) 781-4490	(435) 828-4470
Petroleum Engineer:	Michael Lee	(435) 781-4432	(435) 828-7875
Petroleum Engineer:	James Ashley	(435) 781-4470	(435) 828-7874
Petroleum Engineer:	Ryan Angus	(435) 781-4430	(435) 828-7368
Supervisory Petroleum Technician:	Jamie Sparger	(435) 781-4502	(435) 828-3913
NRS/Enviro Scientist:	Paul Buhler	(435) 781-4475	(435) 828-4029
NRS/Enviro Scientist:	Karl Wright	(435) 781-4484	
NRS/Enviro Scientist:	Holly Villa	(435) 781-4404	
NRS/Enviro Scientist:	Chuck MacDonald	(435) 781-4441	(435) 828-7481
NRS/Enviro Scientist:	Jannice Cutler	(435) 781-3400	
NRS/Enviro Scientist:	Michael Cutler	(435) 781-3401	
NRS/Enviro Scientist:	Anna Figueroa	(435) 781-3407	
NRS/Enviro Scientist:	Verlyn Pindell	(435) 781-3402	
NRS/Enviro Scientist:	Darren Williams	(435) 781-4447	
NRS/Enviro Scientist:	Nathan Packer	(435) 781-3405	

Fax: (435) 781-4410

**A COPY OF THESE CONDITIONS SHALL BE FURNISHED TO YOUR
FIELD REPRESENTATIVE TO INSURE COMPLIANCE**

All lease and/or unit operations are to be conducted in such a manner that full compliance is made with the applicable laws, regulations (43 CFR Part 3160), and this approved Application for Permit to Drill including Surface and Downhole Conditions of Approval. The operator is considered fully responsible for the actions of his subcontractors. A copy of the approved APD must be on location during construction, drilling, and completion operations. **This permit is approved for a two (2) year period, or until lease expiration, whichever occurs first. An additional extension, up to two (2) years, may be applied for by sundry notice prior to expiration.**

NOTIFICATION REQUIREMENTS

Construction Activity	- The Ute Tribe Energy & Minerals Dept. shall be notified in writing 48 hours in advance of any construction activity. The Ute Tribal office is open Monday through Thursday.
Construction Completion	- Upon completion of the pertinent APD/ROW construction, notify the Ute Tribe Energy & Minerals Dept. for a Tribal Technician to verify the Affidavit of Completion.
Spud Notice (Notify Petroleum Engineer)	- Twenty-Four (24) hours prior to spudding the well.
Casing String & Cementing (Notify Supv. Petroleum Tech.)	- Twenty-Four (24) hours prior to running casing and cementing all casing strings.
BOP & Related Equipment Tests (Notify Supv. Petroleum Tech.)	- Twenty-Four (24) hours prior to initiating pressure tests.
First Production Notice (Notify Petroleum Engineer)	- Within Five (5) business days after new well begins or production resumes after well has been off production for more than ninety (90) days.

***SURFACE USE PROGRAM
CONDITIONS OF APPROVAL (COAs)***

Specific Surface COAs

- Paint tanks tan.
- A 30' foot corridor right-of-way shall be approved. Upon completion of each pipeline in corridor, they shall be identified and filed with the Ute Tribe.
- A qualified Archaeologist accompanied by a Tribal Technician will monitor trenching construction of pipeline.
- The Ute Tribe Energy & Minerals Department is to be notified, in writing 48 hours prior to construction of pipeline.
- Construction Notice shall be given to the department on the Ute Tribe workdays, which are Monday through Thursday. The Company understands that they may be responsible for costs incurred by the Ute Tribe after hours.
- The Company shall inform contractors to maintain construction of pipelines within the approved ROWs.
- The Company shall assure the Ute Tribe that "ALL CONTRACTORS, INCLUDING SUB-CONTRACTORS, LEASING CONTRACTORS, AND ETC." have acquired a current and valid Ute Tribal Business License and have "Access Permits" prior to construction, and will have these permits in all vehicles at all times.
- You are hereby notified that working under the "umbrella" of a company does not allow you to be in the field, and can be subject to those fines of the Ute Tribe Severance Tax Ordinance.
- Any deviation of submitted APDs and ROW applications the Companies will notify the Ute Tribe and BIA in writing and will receive written authorization of any such change with appropriate authorization.
- The Company will implement "Safety and Emergency Plan." The Company's safety director will ensure its compliance.
- All Company employees and/or authorized personnel (sub-contractors) in the field will have approved applicable APDs and/or ROW permits/authorizations on their person(s) during all phases of construction.
- All vehicular traffic, personnel movement, construction/restoration operations shall be confined to the area examined and approved, and to the existing roadways and/or evaluated access routes.
- All personnel shall refrain from collecting artifacts, any paleontological fossils, and from disturbing any significant cultural resources in the area.

- The personnel from the Ute Tribe Energy & Minerals Department shall be notified shall cultural remains from subsurface deposits be exposed or identified during construction. All construction will cease.
- All mitigative stipulations contained in the Bureau of Indian Affairs Site Specific Environmental Assessment (EA) will be strictly adhered.
- Upon completion of Application for Corridor Right-Way, the company will notify the Ute Tribe Energy & Minerals Department, so that a Tribal Technician can verify Affidavit of Completion.

DOWNHOLE CONDITIONS OF APPROVAL

SITE SPECIFIC DOWNHOLE CONDITIONS OF APPROVAL

- Production casing cement shall be brought up and into the surface.
- A variance is granted for Onshore Order #2 Drilling Operations III. E. "Blooie line discharge 100 feet from well bore and securely anchored" Blooie line can be 75 feet.

All provisions outlined in Onshore Oil & Gas Order #2 Drilling Operations shall be strictly adhered to. The following items are emphasized:

DRILLING/COMPLETION/PRODUCING OPERATING STANDARDS

- The spud date and time shall be reported orally to Vernal Field Office within 24 hours of spudding.
- Notify Vernal Field Office Supervisory Petroleum Engineering Technician at least 24 hours in advance of casing cementing operations and BOPE & casing pressure tests.
- Blowout prevention equipment (BOPE) shall remain in use until the well is completed or abandoned. Closing unit controls shall remain unobstructed and readily accessible at all times. Choke manifolds shall be located outside of the rig substructure.
- All BOPE components shall be inspected daily and those inspections shall be recorded in the daily drilling report. Components shall be operated and tested as required by Onshore Oil & Gas Order No. 2 to insure good mechanical working order. All BOPE pressure tests shall be performed by a test pump with a chart recorder and **NOT** by the rig pumps. Test shall be reported in the driller's log.
- BOP drills shall be initially conducted by each drilling crew within 24 hours of drilling out from under the surface casing and weekly thereafter as specified in Onshore Oil & Gas Order No. 2.
- Casing pressure tests are required before drilling out from under all casing strings set and cemented in place.
- No aggressive/fresh hard-banded drill pipe shall be used within casing.
- **Cement baskets shall not be run on surface casing.**
- The operator must report all shows of water or water-bearing sands to the BLM. If flowing water is encountered it must be sampled, analyzed, and a copy of the analyses submitted to the BLM Vernal Field Office.
- The operator must report encounters of all non oil & gas mineral resources (such as Gilsonite, tar sands, oil shale, trona, etc.) to the Vernal Field Office, in writing, within 5 working days of each encounter. Each report shall include the well name/number, well location, date and depth (from KB or GL) of encounter, vertical footage of the encounter and, the name of the person making the report (along with a telephone number) should the BLM need to obtain additional information.

- A complete set of angular deviation and directional surveys of a directional well will be submitted to the Vernal BLM office engineer within 30 days of the completion of the well.
- Chronologic drilling progress reports shall be filed directly with the BLM, Vernal Field Office on a weekly basis in sundry, letter format or e-mail to the Petroleum Engineers until the well is completed.
- A cement bond log (CBL) will be run from the production casing shoe to the top of cement and shall be utilized to determine the bond quality for the production casing. Submit a field copy of the CBL to this office.
- **Please submit an electronic copy of all other logs run on this well in LAS format to UT_VN_Welllogs@BLM.gov. This submission will supersede the requirement for submittal of paper logs to the BLM.**
- There shall be no deviation from the proposed drilling, completion, and/or workover program as approved. Safe drilling and operating practices must be observed. Any changes in operation must have prior approval from the BLM Vernal Field Office.

OPERATING REQUIREMENT REMINDERS:

- All wells, whether drilling, producing, suspended, or abandoned, shall be identified in accordance with 43 CFR 3162.6. There shall be a sign or marker with the name of the operator, lease serial number, well number, and surveyed description of the well.
- In accordance with 43 CFR 3162.4-3, this well shall be reported on the "Monthly Report of Operations" (Oil and Gas Operations Report ((OGOR)) starting with the month in which operations commence and continue each month until the well is physically plugged and abandoned. This report shall be filed in duplicate, directly with the Minerals Management Service, P.O. Box 17110, Denver, Colorado 80217-0110, or call 1-800-525-7922 (303) 231-3650 for reporting information.
- Should the well be successfully completed for production, the BLM Vernal Field office must be notified when it is placed in a producing status. Such notification will be by written communication and must be received in this office by not later than the fifth business day following the date on which the well is placed on production. The notification shall provide, as a minimum, the following informational items:
 - Operator name, address, and telephone number.
 - Well name and number.
 - Well location (¼¼, Sec., Twn, Rng, and P.M.).
 - Date well was placed in a producing status (date of first production for which royalty will be paid).
 - The nature of the well's production, (i.e., crude oil, or crude oil and casing head gas, or natural gas and entrained liquid hydrocarbons).
 - The Federal or Indian lease prefix and number on which the well is located; otherwise the non-Federal or non-Indian land category, i.e., State or private.
 - Unit agreement and/or participating area name and number, if applicable.
 - Communitization agreement number, if applicable.
- Any venting or flaring of gas shall be done in accordance with Notice to Lessees (NTL) 4A and needs prior approval from the BLM Vernal Field Office.
- All undesirable events (fires, accidents, blowouts, spills, discharges) as specified in NTL 3A will be reported to the BLM, Vernal Field Office. Major events, as defined in NTL3A, shall be reported verbally within 24 hours, followed by a written report within 15 days. "Other than Major Events" will be reported in writing within 15 days. "Minor Events" will be reported on the Monthly Report of Operations and Production.
- Whether the well is completed as a dry hole or as a producer, "Well Completion and Recompletion Report and Log" (BLM Form 3160-4) shall be submitted not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3162.4-1. Two copies of all logs run, core descriptions, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, shall be filed on BLM Form 3160-4. Submit with the well completion report a geologic report including, at a minimum, formation tops, and a summary and conclusions. Also include deviation surveys, sample descriptions, strip logs, core

data, drill stem test data, and results of production tests if performed. Samples (cuttings, fluid, and/or gas) shall be submitted only when requested by the BLM, Vernal Field Office.

- All off-lease storage, off-lease measurement, or commingling on-lease or off-lease, shall have prior written approval from the BLM Vernal Field Office.
- Oil and gas meters shall be calibrated in place prior to any deliveries. The BLM Vernal Field Office Petroleum Engineers will be provided with a date and time for the initial meter calibration and all future meter proving schedules. A copy of the meter calibration reports shall be submitted to the BLM Vernal Field Office. All measurement facilities will conform to the API standards for liquid hydrocarbons and the AGA standards for natural gas measurement. All measurement points shall be identified as the point of sale or allocation for royalty purposes.
- A schematic facilities diagram as required by Onshore Oil & Gas Order No. 3 shall be submitted to the BLM Vernal Field Office within 30 days of installation or first production, whichever occurs first. All site security regulations as specified in Onshore Oil & Gas Order No. 3 shall be adhered to. All product lines entering and leaving hydrocarbon storage tanks will be effectively sealed in accordance with Onshore Oil & Gas Order No. 3.
- Any additional construction, reconstruction, or alterations of facilities, including roads, gathering lines, batteries, etc., which will result in the disturbance of new ground, shall require the filing of a suitable plan and need prior approval of the BLM Vernal Field Office. Emergency approval may be obtained orally, but such approval does not waive the written report requirement.
- No location shall be constructed or moved, no well shall be plugged, and no drilling or workover equipment shall be removed from a well to be placed in a suspended status without prior approval of the BLM Vernal Field Office. If operations are to be suspended for more than 30 days, prior approval of the BLM Vernal Field Office shall be obtained and notification given before resumption of operations.
- Pursuant to Onshore Oil & Gas Order No. 7, this is authorization for pit disposal of water produced from this well for a period of 90 days from the date of initial production. A permanent disposal method must be approved by this office and in operation prior to the end of this 90-day period. In order to meet this deadline, an application for the proposed permanent disposal method shall be submitted along with any necessary water analyses, as soon as possible, but no later than 45 days after the date of first production. Any method of disposal which has not been approved prior to the end of the authorized 90-day period will be considered as an Incident of Noncompliance and will be grounds for issuing a shut-in order until an acceptable manner for disposing of said water is provided and approved by this office.
- Unless the plugging is to take place immediately upon receipt of oral approval, the Field Office Petroleum Engineers must be notified at least 24 hours in advance of the plugging of the well, in order that a representative may witness plugging operations. If a well is suspended or abandoned, all pits must be fenced immediately until they are backfilled. The "Subsequent Report of Abandonment" (Form BLM 3160-5) must be submitted within 30 days after the actual plugging of the well bore, showing location of plugs, amount of cement in each, and amount of casing left in hole, and the current status of the surface restoration.

STATE OF UTAH
DIVISION OF OIL, GAS, AND MINING

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, deepen existing wells, or to re-enter plugged and abandoned wells.
Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such proposals.

1. Type of Well: OIL ☒ GAS ☐ OTHER: _____

2. Name of Operator:

BERRY PETROLEUM COMPANY

3. Address and Telephone Number:

4000 SOUTH 4028 WEST, RT. 2 BOX 7735 ROOSEVELT, UTAH 84066 (435) 722-1325

4. Location of Well:

Footages: 849' FSL, 223' FEL BHL: 613' FSL, 778' FEL

QQ, Sec., T., R., M.: SE/SE SEC. 14, T5S, R4W USB&M

5. Lease Designation and Serial Number:

14-20-H62-5033

6. If Indian, Allottee or Tribe Name:

UTE TRIBE

7. Unit Agreement Name:

8. Well Name and Number:

UTE TRIBAL 16-14D-54

9. API Well Number:

43-013-33466

10. Field and Pool, or Wildcat:

BRUNDAGE CANYON

County: DUCHESNE,

State: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

NOTICE OF INTENT

(Submit in Duplicate)

- | | |
|--|---|
| <input type="checkbox"/> Abandon | <input type="checkbox"/> New Construction |
| <input type="checkbox"/> Repair Casing | <input type="checkbox"/> Pull or Alter Casing |
| <input type="checkbox"/> Change of Plans | <input type="checkbox"/> Recomplete |
| <input type="checkbox"/> Convert to Injection | <input type="checkbox"/> Reperforate |
| <input type="checkbox"/> Fracture Treat or Acidize | <input type="checkbox"/> Vent or Flare |
| <input type="checkbox"/> Multiple Completion | <input type="checkbox"/> Water Shut-Off |
| <input checked="" type="checkbox"/> Other ONE YEAR EXTENSION | |

Approximate date work will start _____

SUBSEQUENT REPORT

(Submit Original Form Only)

- | | |
|--|---|
| <input type="checkbox"/> Abandon | <input type="checkbox"/> New Construction |
| <input type="checkbox"/> Repair Casing | <input type="checkbox"/> Pull or Alter Casing |
| <input type="checkbox"/> Change of Plans | <input type="checkbox"/> Reperforate |
| <input type="checkbox"/> Convert to Injection | <input type="checkbox"/> Vent or Flare |
| <input type="checkbox"/> Fracture Treat or Acidize | <input type="checkbox"/> Water Shut-Off |
| <input type="checkbox"/> Other _____ | |

Date of work completion _____

Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION REPORT AND LOG form.

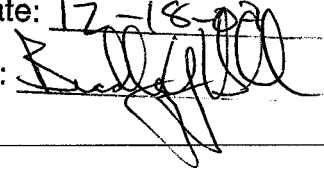
* Must be accompanied by a cement verification report.

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

BERRY PETROEUM COMPANY RESPECTFULLY REQUESTS THAT THE APPROVED APPLICATION
TO DRILL FOR THE ABOVE SUBJECT WELL BE EXTENDED FOR A PERIOD OF ONE (1) YEAR.

STATE BOND #RLB0005651

Approved by the
Utah Division of
Oil, Gas and Mining

Date: 12-18-07
By: 

COPY SENT TO OPERATOR

Date: 12-18-2007

Initials: VLS

13

Name & Signature:

SHELLEY E. CROZIER



Title:

REGULATORY & PERMITTING SPECIALIST

Date:

12/14/07

(This space for Federal or State office use)

RECEIVED

DEC 17 2007

DIV. OF OIL, GAS & MINING

**Application for Permit to Drill
Request for Permit Extension
Validation**

(this form should accompany the Sundry Notice requesting permit extension)

API: 43-013-33466
Well Name: UTE TRIBAL 16-14D-54
Location: (SE/SE) 849' FSL, 223' FEL, SEC. 14-T5S-R4W
Company Permit Issued to: BERRY PETROLEUM COMPANY
Date Original Permit Issued: 12/18/2006

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.

If located on private land, has the ownership changed, if so, has the surface agreement been updated? Yes ☐ No ☒

Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? Yes ☐ No ☒

Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? Yes ☐ No ☒

Have there been any changes to the access route including ownership, or right-of-way, which could affect the proposed location? Yes ☐ No ☒

Has the approved source of water for drilling changed? Yes ☐ No ☒

Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? Yes ☐ No ☒

Is bonding still in place, which covers this proposed well? Yes ☒ No ☐

Shelley E. Crozier
Signature

12/14/2007
Date

Title: Regulatory & Permitting Specialist

Representing: Berry Petroleum Company

RECEIVED

DEC 17 2007

DIV. OF OIL, GAS & MINING

STATE OF UTAH
DIVISION OF OIL, GAS, AND MINING

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, deepen existing wells, or to re-enter plugged and abandoned wells.
Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such proposals.

1. Type of Well: OIL ☒ GAS ☐ OTHER: _____

2. Name of Operator:

BERRY PETROLEUM COMPANY

3. Address and Telephone Number:

4000 SOUTH 4028 WEST, RT. 2 BOX 7735 ROOSEVELT, UTAH 84066 (435) 722-1325

4. Location of Well:

Footages: **849' FSL, 223' FEL BHL: 613' FSL, 778' FEL**

QQ, Sec., T., R., M.: **SE/SE SEC. 14, T5S, R4W USB&M**

5. Lease Designation and Serial Number:

14-20-H62-5033

6. If Indian, Allottee or Tribe Name:

UTE TRIBE

7. Unit Agreement Name:

8. Well Name and Number:

UTE TRIBAL 16-14D-54

9. API Well Number:

43-013-33466

10. Field and Pool, or Wildcat:

BRUNDAGE CANYON

County: **DUCHESNE,**

State: **UTAH**

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

NOTICE OF INTENT

(Submit in Duplicate)

- | | |
|---|---|
| <input type="checkbox"/> Abandon | <input type="checkbox"/> New Construction |
| <input type="checkbox"/> Repair Casing | <input type="checkbox"/> Pull or Alter Casing |
| <input type="checkbox"/> Change of Plans | <input type="checkbox"/> Recomplete |
| <input type="checkbox"/> Convert to Injection | <input type="checkbox"/> Reperforate |
| <input type="checkbox"/> Fracture Treat or Acidize | <input type="checkbox"/> Vent or Flare |
| <input type="checkbox"/> Multiple Completion | <input type="checkbox"/> Water Shut-Off |
| <input checked="" type="checkbox"/> Other ONE YEAR EXTENSION | |

Approximate date work will start _____

SUBSEQUENT REPORT

(Submit Original Form Only)

- | | |
|--|---|
| <input type="checkbox"/> Abandon | <input type="checkbox"/> New Construction |
| <input type="checkbox"/> Repair Casing | <input type="checkbox"/> Pull or Alter Casing |
| <input type="checkbox"/> Change of Plans | <input type="checkbox"/> Reperforate |
| <input type="checkbox"/> Convert to Injection | <input type="checkbox"/> Vent or Flare |
| <input type="checkbox"/> Fracture Treat or Acidize | <input type="checkbox"/> Water Shut-Off |
| <input type="checkbox"/> Other _____ | |

Date of work completion _____

Report results of Multiple Completions and Recompletions to different reservoirs on WELL
COMPLETION OR RECOMPLETION REPORT AND LOG form.

* Must be accompanied by a cement verification report.

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

**BERRY PETROEUM COMPANY RESPECTFULLY REQUESTS THAT THE APPROVED APPLICATION
TO DRILL FOR THE ABOVE SUBJECT WELL BE EXTENDED FOR A PERIOD OF ONE (1) YEAR.**

STATE BOND #RLB0005651

Approved by the
Utah Division of
Oil, Gas and Mining

Date: 12-22-08

By: [Signature]

13

Name & Signature:

SHELLEY E. CROZIER

Title:

REGULATORY & PERMITTING SPECIALIST

Date:

12/16/08

(This space for Federal or State office use)

COPY SENT TO OPERATOR

Date: 12-30-2008

Initials: KS

(4/94)

(See instructions on reverse Side)

RECEIVED

DEC 17 2008

DIV. OF OIL, GAS & MINING

**Application for Permit to Drill
Request for Permit Extension
Validation**

(this form should accompany the Sundry Notice requesting permit extension)

API: 43-013-33466
Well Name: UTE TRIBAL 16-14D-54
Location: (SE/SE) 849' FSL, 223' FEL, SEC. 14-T5S-R4W
Company Permit Issued to: BERRY PETROLEUM COMPANY
Date Original Permit Issued: 12/18/2006

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.

If located on private land, has the ownership changed, if so, has the surface agreement been updated? Yes ☐ No ☒

Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? Yes ☐ No ☒

Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? Yes ☐ No ☒

Have there been any changes to the access route including ownership, or right-of-way, which could affect the proposed location? Yes ☐ No ☒

Has the approved source of water for drilling changed? Yes ☐ No ☒

Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? Yes ☐ No ☒

Is bonding still in place, which covers this proposed well? Yes ☒ No ☐

Shelley E. Crozier
Signature

12/16/2008
Date

Title: Regulatory & Permitting Specialist

Representing: Berry Petroleum Company

RECEIVED

DEC 17 2008

DIV. OF OIL, GAS & MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill or to re-enter an abandoned well. Use Form 3160-3 (APD) for such proposals

FORM APPROVED

OMB No. 1004-0135
Expires: July 31, 1996

5. Lease Serial No.

14-20-H62-5033

6. If Indian, Allottee, or Tribe Name

UTE TRIBE

7. If Unit or CA. Agreement Designation

N/A

8. Well Name and No.

UTE TRIBAL 16-14D-54

9. API Well No.

43-013-33466

10. Field and Pool, or Exploratory Area

BRUNDAGE CANYON

11. County or Parish, State

DUCHESNE, UTAH

SUBMIT IN TRIPLICATE - Other instructions on the reverse side

1. Type of Well

☒ Oil Well ☐ Gas Well ☐ Other

2. Name of Operator

Berry Petroleum Company

3. Address 4000 SOUTH 4028 WEST, RT. 2 BOX 7735

3b. Phone No. (include area code)

ROOSEVELT, UTAH 84066

(435) 722-1325

4. Location of Well (Footage, Sec., T., R., M., or Survey Description)

849' FSL, 223' FEL BHL: 613' FSL, 778' FEL
SE/SE SEC. 14, T5S, R4W USB&M

12. CHECK APPROPRIATE BOX(S) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION

TYPE OF ACTION

☒ Notice of Intent

☐ Acidize

☐ Deepen

☐ Production (Start/Resume)

☐ Water Shut-off

☐ Subsequent Report

☐ Altering Casing

☐ Fracture Test

☐ Reclamation

☐ Well Integrity

☐ Casing Repair

☐ New Construction

☐ Recomplete

☒ Other **ONE YEAR**

☐ Change Plans

☐ Plug and Abandon

☐ Temporarily Abandon

EXTENSION

☐ Convert to Injection

☐ Plug Back

☐ Water Disposal

13. Describe Proposed or Completed Operation (clearly state all pertinent details including estimated starting date of any proposed work and approximate duration thereof.

If the proposal is to deepen directionally or recomplete horizontally, give subsurface locations and measured and true vertical depths or pertinent markers and sands. Attach the Bond under which the work will be performed or provide the Bond No. on file with the BLM/BIA. Required subsequent reports shall be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompletion in a new interval, a Form 3160-4 shall be filed once testing has been completed. Final abandonment Notice shall be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

BERRY PETROEUM COMPANY RESPECTFULLY REQUESTS THAT THE APPROVED APPLICATION TO DRILL FOR THE ABOVE SUBJECT WELL BE EXTENDED FOR A PERIOD OF ONE (1) YEAR.

ORIGINAL APPROVAL DATES

STATE : 12/18/2006

BLM: 6/21/2007

VERNAL FIELD OFFICE

ENG. _____

GEOL. _____

E.S. _____

PET. _____

A.M. _____

Title

REGULATORY & PERMITTING SPECIALIST

Date

06/01/09

14. I hereby certify that the foregoing is true and correct.

Name (Printed/ Typed)

SHELLEY E. CROZIER

Signature

Shelley Crozier

Approved by

[Signature]

Title

Petroleum Engineer

Date

MAY 2 2009

Conditions of approval, if any are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.

Office

Title 18 U.S.C. Section 1001, makes it a crime for any person knowingly and willfully to make any department or agency of the United States any false, fictitious fraudulent statements or representations as to any matter within its jurisdiction.

(Instructions on reverse)

RECEIVED

MAY 18 2009

BLM VERNAL, UTAH

RECEIVED

JUN 29 2009

DIV. OF OIL, GAS & MINING

UDOGM

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

1. TYPE OF WELL OIL WELL <input checked="" type="checkbox"/> GAS WELL <input type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-5033
2. NAME OF OPERATOR: BERRY PETROLEUM COMPANY		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE TRIBE
3. ADDRESS OF OPERATOR: 4000 S. 4028 W. CITY Roosevelt STATE UT ZIP 84066		7. UNIT or CA AGREEMENT NAME: N/A
4. LOCATION OF WELL FOOTAGES AT SURFACE: 849' FSL, 223' FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SESE 14 T5S R4W		8. WELL NAME and NUMBER: UTE TRIBAL 16-14D-54
PHONE NUMBER: (435) 722-1325		9. API NUMBER: 4301333466
		10. FIELD AND POOL OR WILDCAT: BRUNDAGE CANYON
		COUNTY: DUCHESNE
		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA			
TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: _____	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion: _____	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input checked="" type="checkbox"/> OTHER: 1 YR. EXTENSION
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

BERRY PETROLEUM COMPANY RESPECTFULLY REQUESTS THAT THE APPROVED APPLICATION TO DRILL FOR THE ABOVE SUBJECT WELL BE EXTENDED FOR A PERIOD OF ONE (1) YEAR.

STATE BOND #RLB0005651

Approved by the
Utah Division of
Oil, Gas and Mining

Date: 12-03-09
By: [Signature]

COPY SENT TO OPERATOR

Date: 12-10-2009
Initials: KS

NAME (PLEASE PRINT) <u>SHELLEY E. CROZIER</u>	TITLE <u>REGULATORY & PERMITTING SPECIALIST</u>
SIGNATURE <u>[Signature]</u>	DATE <u>12/1/2009</u>

(This space for State use only)

RECEIVED
DEC 02 2009
DIV. OF OIL, GAS & MINING



**Application for Permit to Drill
Request for Permit Extension
Validation**

(this form should accompany the Sundry Notice requesting permit extension)

API: 43-013-33466
Well Name: UTE TRIBAL 16-14D-54
Location: (SE/SE) 849' FSL, 223' FEL, SEC. 14-T5S-R4W
Company Permit Issued to: BERRY PETROLEUM COMPANY
Date Original Permit Issued: 12/18/2006

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.

If located on private land, has the ownership changed, if so, has the surface agreement been updated? Yes ☐ No ☒

Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? Yes ☐ No ☒

Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? Yes ☐ No ☒

Have there been any changes to the access route including ownership, or right-of-way, which could affect the proposed location? Yes ☐ No ☒

Has the approved source of water for drilling changed? Yes ☐ No ☒

Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? Yes ☐ No ☒

Is bonding still in place, which covers this proposed well? Yes ☒ No ☐

Shelley E. Crozier
Signature

12/1/2009
Date

Title: Regulatory & Permitting Specialist

Representing: Berry Petroleum Company

RECEIVED
DEC 4 2 2009
DIV. OF OIL, GAS & MINING

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

RECEIVED

APR 09 2010

FORM APPROVED
OMB NO. 1004-0135
Expires: July 31, 2010

SUNDRY NOTICES AND REPORTS ON WELLS
Do not use this form for proposals to drill or to re-enter an abandoned well. Use form 3160-3 (APD) for such proposals.

BLM

SUBMIT IN TRIPLICATE - Other instructions on reverse side.

1. Type of Well <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other		5. Lease Serial No. 1420H625033
2. Name of Operator BERRY PETROLEUM COMPANY Contact: KATHY K FIELDSTED E-Mail: kkf@bry.com		6. If Indian, Allottee or Tribe Name UINTAH AND OURAY
3a. Address ROUTE 2, BOX 7735 ROOSEVELT, UT 84066	3b. Phone No. (include area code) Ph: 435-722-1325 Fx: 435-722-1321	7. If Unit or CA/Agreement, Name and/or No.
4. Location of Well (Footage, Sec., T., R., M., or Survey Description) Sec 14 T5S R4W SESE 849FSL 223FEL		8. Well Name and No. UTE TRIBAL 16-14D-54
		9. API Well No. 43-013-33466-00-X1
		10. Field and Pool, or Exploratory BRUNDAGE CANYON
		11. County or Parish, and State DUCHESNE COUNTY, UT

12. CHECK APPROPRIATE BOX(ES) TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input checked="" type="checkbox"/> Notice of Intent	<input type="checkbox"/> Acidize	<input type="checkbox"/> Deepen	<input type="checkbox"/> Production (Start/Resume)	<input type="checkbox"/> Water Shut-Off
<input type="checkbox"/> Subsequent Report	<input type="checkbox"/> Alter Casing	<input type="checkbox"/> Fracture Treat	<input type="checkbox"/> Reclamation	<input type="checkbox"/> Well Integrity
<input type="checkbox"/> Final Abandonment Notice	<input type="checkbox"/> Casing Repair	<input type="checkbox"/> New Construction	<input type="checkbox"/> Recomplete	<input checked="" type="checkbox"/> Other
	<input type="checkbox"/> Change Plans	<input type="checkbox"/> Plug and Abandon	<input type="checkbox"/> Temporarily Abandon	Change to Original PD
	<input type="checkbox"/> Convert to Injection	<input type="checkbox"/> Plug Back	<input type="checkbox"/> Water Disposal	

13. Describe Proposed or Completed Operation (clearly state all pertinent details, including estimated starting date of any proposed work and approximate duration thereof. If the proposal is to deepen directionally or recompleat horizontally, give subsurface locations and measured and true vertical depths of all pertinent markers and zones. Attach the Bond under which the work will be performed or provide the Bond No. on file with BLM/BIA. Required subsequent reports shall be filed within 30 days following completion of the involved operations. If the operation results in a multiple completion or recompleat in a new interval, a Form 3160-4 shall be filed once testing has been completed. Final Abandonment Notices shall be filed only after all requirements, including reclamation, have been completed, and the operator has determined that the site is ready for final inspection.)

BERRY PETROLEUM RESPECTFULLY REQUESTS THAT THE APPROVED APPLICATION TO DRILL FOR THE ABOVE SUBJECT WELL BE EXTENDED FOR A PERIOD OF ONE (1) YEAR.

THE APD WAS ORGINALLY APPROVED ON 6/21/2007 WITH A ONE YEAR EXTENSION BEING APPROVED ON 5/26/2009.

RECEIVED

MAY 06 2010

DIV. OF OIL, GAS & MINING

CONDITIONS OF APPROVAL ATTACHED

VERNAL FIELD OFFICE

ENG. _____


GEOL. _____

E.S. _____

PET. _____

14. I hereby certify that the foregoing is true and correct. Electronic Submission #84501 verified by the BLM Well Information System For BERRY PETROLEUM COMPANY, sent to the Vernal REC. Committed to AFMSS for processing by GAIL JENKINS on 04/09/2010 (10GJ1369SE)	
Name (Printed/Typed) KATHY K FIELDSTED	Title REGULATORY & PERMITTING TECH
Signature (Electronic Submission)	Date 04/09/2010

THIS SPACE FOR FEDERAL OR STATE OFFICE USE

Approved By 	Title Petroleum Engineer	APR 12 2010
Conditions of approval, if any, are attached. Approval of this notice does not warrant or certify that the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.		Date
		Office

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

UDOGM

** BLM REVISED ** BLM REVISED ** BLM REVISED ** BLM REVISED ** BLM REVISED **

Revisions to Operator-Submitted EC Data for Sundry Notice #84501

	Operator Submitted	BLM Revised (AFMSS)
Sundry Type:	OTHER NOI	APDCH NOI
Lease:	1420H625033	1420H625033
Agreement:		
Operator:	BERRY PETROLEUM ROUTE 2 BOX 7735 4000 SO 4028 WEST ROOSEVELT, UT 84066 Ph: 435-722-1325	BERRY PETROLEUM COMPANY ROUTE 2, BOX 7735 ROOSEVELT, UT 84066 Ph: 435.722.1325 Fx: 435.722.1321
Admin Contact:	KATHY K FIELDSTED SR. REGULATORY & PERMITTING TE E-Mail: kkf@bry.com Cell: 435-823-1920 Ph: 435-722-1325 Fx: 435-722-1321	KATHY K FIELDSTED REGULATORY & PERMITTING TECH E-Mail: kkf@bry.com Cell: 435-823-1920 Ph: 435-722-1325 Fx: 435-722-1321
Tech Contact:	KATHY K FIELDSTED SR. REGULATORY & PERMITTING TE E-Mail: kkf@bry.com Cell: 435-823-1920 Ph: 435-722-1325 Fx: 435-722-1321	KATHY K FIELDSTED REGULATORY & PERMITTING TECH E-Mail: kkf@bry.com Cell: 435-823-1920 Ph: 435-722-1325 Fx: 435-722-1321
Location:		
State:	UT	UT
County:	DUCHESNE	DUCHESNE
Field/Pool:	BRUNDAGE CANYON	BRUNDAGE CANYON
Well/Facility:	UTE TRIBAL 16-14D-54 Sec 14 T5S R4W SESE 849FSL 223FEL	UTE TRIBAL 16-14D-54 Sec 14 T5S R4W SESE 849FSL 223FEL

CONDITIONS OF APPROVAL

Berry Petroleum Company

Notice of Intent APD Extension

Lease: 14-20-H62-5033
Well: Ute Tribal 16-14D-54
Location: SESE Sec 14-T5S-R4W

An extension for the referenced APD is granted with the following conditions:

1. The extension and APD shall expire on 6/21/2011.
2. No other extensions shall be granted.

If you have any other questions concerning this matter, please contact Ryan Angus of this office at (435) 781-4430.

API Well No: 43013334660000

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING	FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.	5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-5033
	6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
	7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: UTE TRIBAL 16-14D-54
2. NAME OF OPERATOR: BERRY PETROLEUM COMPANY	9. API NUMBER: 43013334660000
3. ADDRESS OF OPERATOR: 4000 South 4028 West Rt 2 Box 7735 , Roosevelt, UT, 84066	PHONE NUMBER: 303 999-4044 Ext
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0849 FSL 0223 FEL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESE Section: 14 Township: 05.0S Range: 04.0W Meridian: U	9. FIELD and POOL or WILDCAT: BRUNDAGE CANYON
	COUNTY: DUCHESNE
	STATE: UTAH

11.

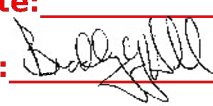
CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 6/21/2011	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input checked="" type="checkbox"/> APD EXTENSION OTHER:
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

BERRY PETROLEUM RESPECTFULLY REQUESTS THAT THE APPROVED APPLICATION TO DRILL THE ABOVE SUBJECT WELL BE EXTENDED FOR THE PERIOD OF ONE (1) YEAR.

**Approved by the
Utah Division of
Oil, Gas and Mining**

Date: 11/18/2010
By: 

NAME (PLEASE PRINT) Kathy K. Fieldsted	PHONE NUMBER 435 722-1325	TITLE Sr. Regulatory & Permitting Tech.
SIGNATURE N/A	DATE 11/9/2010	

RECEIVED November 09, 2010



The Utah Division of Oil, Gas, and Mining

- State of Utah
- Department of Natural Resources

Electronic Permitting System - Sundry Notices

Request for Permit Extension Validation Well Number 43013334660000

API: 43013334660000

Well Name: UTE TRIBAL 16-14D-54

Location: 0849 FSL 0223 FEL QTR SESE SEC 14 TWP 050S RNG 040W MER U

Company Permit Issued to: BERRY PETROLEUM COMPANY

Date Original Permit Issued: 12/18/2006

The undersigned as owner with legal rights to drill on the property as permitted above, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision. Following is a checklist of some items related to the application, which should be verified.

- If located on private land, has the ownership changed, if so, has the surface agreement been updated? ☐ Yes ☒ No
- Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location? ☐ Yes ☒ No
- Has there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well? ☐ Yes ☒ No
- Have there been any changes to the access route including ownership, or rightof- way, which could affect the proposed location? ☐ Yes ☒ No
- Has the approved source of water for drilling changed? ☐ Yes ☒ No
- Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation? ☐ Yes ☒ No
- Is bonding still in place, which covers this proposed well? ☒ Yes ☐ No

Approved by the
Utah Division of
Oil, Gas and Mining

Signature: Kathy K. Fieldsted

Date: 11/9/2010

Title: Sr. Regulatory & Permitting Tech. **Representing:** BERRY PETROLEUM COMPANY

Date: 11/18/2010

By: 

RECEIVED November 09, 2010



GARY R. HERBERT
Governor

GREG BELL
Lieutenant Governor

State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

November 1, 2011

Kathy Fieldsted
Berry Petroleum Company
Rt. 2, Box 7735
Roosevelt, UT 84066

43 OIB 33466
Ute Tribal 16-14D-54
5S 4W 14

Re: APDs Rescinded for Berry Petroleum Company
Duchesne County

Dear Ms. Fieldsted:

Enclosed find the list of APDs that you requested to be rescinded. No drilling activity at these locations has been reported to the division. Therefore, approval to drill these wells is hereby rescinded, effective October 24, 2011.

A new APD must be filed with this office for approval prior to the commencement of any future work on the subject location.

If any previously unreported operations have been performed on this well location, it is imperative that you notify the Division immediately.

Sincerely,

Diana Mason
Environmental Scientist

cc: Well File
Bureau of Land Management, Vernal



Ute Tribal 9-29D-55	43-013-33860
Ute Tribal 11-29D-55	43-013-33861
Ute Tribal 6-21D-55	43-013-33866
→ Ute Tribal 16-14D-54	43-013-33466